Due to the excessive expense of re-running entire scripts merely in order to obtain consecutive page numbers, the script with its changes will not be re-run, but herewith in the front of the script you will find a summary of the total number of pages in the script.

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9-14-40 Total number of pages in script including changes to date and based on 63 lines per page: 130

"ZIEGFELD GIRL"

1 FADE IN:
TITLE:

"The fabulous nineteen-twenties - when Florenz Ziegfeld glorified the American girl, and New York wore her over its heart like an orchid - while she lasted."

DISSOLVE TO:

2 EXT. NEW AMSTERDAM THEATRE SIGNS - NIGHT

In illuminated signs (as in "The Great Ziegfeld") flash the Follies of various years, featuring the names of:

ELSIE JANIS, EVA TANGUAY, MAE MURRAY, ANN PENNINGTON, FRANCES WHITE, MARION DAVIES, PEGGY HOPKINS, LILLIAN TASHMAN, etc.

BACKGROUND MUSIC: Songs these girls made famous - from the Ziegfeld shows.

DISSOLVE TO:

3 NEW AMSTERDAM THEATRE

The sign is unlighted. It reads:

"NEW ZIEGFELD FOLLIES
Will Open June 15."

Underneath are mentioned some of the important principals - Eddie Cantor, Will Rogers, Marilyn Miller, Eddie Dowling, Ray Dooley, Van and Schenck, John Steele, Fannie Brice, Bert Williams.

4 INT. NEW AMSTERDAM THEATRE LOBBY

CAMERA PICKS UP Noble Sage, Ziegfeld's publicity agent, FOLLOWS him through lobby toward elevator. He absently greets the life-sized portraits of the Ziegfeld girls which are mounted with easels in the lobby, tipping his hat to each with a preoccupied frown. Sage is

CONTINUED:

4 CONTINUED (2)

a fussy, worried guy who carries Ziegfeld's world on his own shoulders.

Sage ((to pictures)
Good morning, my dear....How are you, pet....
Greetings, sweet....Hello, my angel....
(to "angel's" picture)
Getting a bit fat around the wings.

Voice
(a belly-roar, from behind "angel's" picture)
Hiya, Mr. Sage!
(a tough little messenger boy pops out from behind easel)
Telegram for you, Mr. Sage.
(Sage takes wire, reads, frowns. The messenger goes into a corny buck-and-wing)
Look, Mr. Sage! I got me a new step!
(Sage, irritated by wire, looks up, catches last awful step as messenger finishes on his knees, in a Mammy pose)
Am I hired?

Sage (stepping into elevator)
No, but it'd be a good way to get even with Ziegfeld for this wire.

DISSOLVE TO:

5 RECEPTION ROOM

Sage, fuming, comes down corridor. On either side are benches crowded with beautiful showgirls. They come to life at sight of Sage, but he doesn't give them a tumble. At end of hall is an office door. Sign on it reads:

"Ned Wayburn - Dance Director
for Florenz Ziegfeld."

Brandishing the telegram, Sage gallops past Mathilda Perkins, an elderly and phlegmatic secretary, and enters Wayburn's office. Perkins sighs, picks up pad, and follows:

6 INT. WAYBURN'S OFFICE

Wayburn, slight, moody, saturnine, is interviewing a luscious young girl. Sage bursts in waving telegram, followed by Perkins.

CONTINUED:

6 CONTINUED (2)

Sage (exploding)
I counted up to ten, and I'm ten times as sore!

Wayburn (to girl)
Be here tomorrow at eleven, my dear.

Girl (breathlessly)
Yes, Mr. Wayburn. Oh, yes....YES!

Sage (to girl)
Keep on saying that and see what happens to you.

The girl, in a rosy dream, exits.

Perkins (looking after her)
Big ones, little ones, redheads, blondes, waitresses, mama's babies, apple-knockers, schoolteachers - they'll all be here tomorrow at eleven..
(a little grimly)
And then what?

Wayburn (casually)
Electric lights in three years.

Sage (soft for the moment)
Or just plain darkness.
(then, snapping out of it, he unfolds his telegram; it's a foot long)
Listen: "If you're a judge of beauty, I'm President Coolidge. Operatives report that most of the girls seen emerging starry-eyed from Ziegfeld Casting Office are really cross-eyed. After years of instruction, you still can't pick 'em. Since I want to start rehearsals in three weeks, I am getting up on my horse and riding away to pick 'em myself. Suggest you follow by dog-team, if you want to remain my press-agent. Florenz Ziegfeld"
(dismally)
He's going to play Columbus again. Goody.

Wayburn
I'm crying, but not for you.
(he picks up wire)
It seems that if I'm a dance-director, he's also President Coolidge.

Sage (morosely)
We should never have voted that ticket.

Perkins (picking up pad)
The usual letters of resignation, gentlemen?

Sage
What? And come crawling back tomorrow, also as usual?
(holding up his wire)
Longest insult I've had since 1911.

CONTINUED:

6 CONTINUED (3)

Wayburn (unfolding his own wire)
Readingttime: twenty-four minutes and fifteen seconds.

They measure wires. Wayburn's is a foot longer.

Sage
You win. He thinks less of you.

DISSOLVE:

7 INT. ULTRA-SMART DEPARTMENT STORE

In front of an elevator, looking furiously after someone who has just exited scene, is the elevator operator, Sheila Regan. Sheila has a pretty face, a terrific figure, and a salty tongue. She is impulsive, warm-hearted, wrong-headed sometimes.

Sheila (glaring o.s.)
....and if you want to go that fast, mister, take the express elevator!
(to a passing stock-girl, who carries a leopard coat in a cellophane dust-wrapper)
What do you think he said to me?

Stock Girl
Something with a double meaning - and both of 'em dirty.

Sheila
He looks me over, fore and aft, and when he gets to the floor he says, "You'll do, my dear. I like my ankles slim, too."

Stock Girl
And how do you come back?

Sheila
Hard. I say, "And how do you like your heels, mister - round?"

Stock Girl
Does that stop him?

CONTINUED:

9-14-40

7 CONTINUED (2)

Sheila
Cold. He's on his way to heating-pads. Said he was Florenz Ziegfeld! Ha!
(eyeing fur coat lovingly, masher forgotten)
Mmm, that's a beautiful hunk of leopard! Who's the lucky gal that fits it?

Stock Girl
Oh, some Park Avenue nose wearing an uplift.

Sheila
(trying to touch fur)
I get it - from one cat's back to another.

Stock Girl (jerking coat away)
Untouched by human hands.

She exits SHOT.

Customer
(too sweetly - from elevator)
If you're quite ready, Miss.

Sheila steps into car.

Gil's Voice (over shot)
Hey, wait for papa!

Gilbert Young, Sheila's boy-friend, dashes INTO SHOT and makes elevator just as Sheila shuts the doors. Gil is a nice, big, open-faced hunk of guy in a twelve-dollar suit.

8 INT. CAR

as it shoots upward.

Gil (under breath, to Sheila)
Surprised to see me, Red?

She turns to him, but before he really registers, her eyes glaze with an expression of dawning horror.

Sheila (faintly)
Gosh! What if it was Ziegfeld!

Gil (whispering)
I got something to tell you, honey.

CONTINUED:

Sheila
(automatically - horrible suspicion growing)
Second floor....Coats....Furs....Paris Gowns....

She stops car. Two shoppers exit. One remains.

Gil (a hoarse whisper)
If this happens, it'll be the biggest thing that ever happened to us!

Third Shopper (lingering)
Dog-blankets?

Sheila
(ga-ga - suspicion now a conviction)
Two on the aisle.
(the shopper steps out, satisfied. The elevator door starts to close. Sheila comes to)
I mean - two aisles over.

She starts car. Gil grabs her, kisses top of her head.

Sheila
Stop, Gil! Listen - !

Gil (pushing lever)
Okay, we're stopped.
(the car stops between floors)
Baby, I'm practically a success. The boss says to me today - I've been watching you...

Sheila (who hasn't heard a word)
Why shouldn't he pick me out?

Gil (staring)
Me out, you mean.

Sheila
Me out.

Gil
Hey, what are you talking about?

Sheila
Me.
(coming back to earth with a bump)
What are you talking about?

Gil (hurt)
Me.
(then, grinning)
Well, that makes us, don't it?

CONTINUED (3)

Gil (continued)
(off again)
The boss says to me, "You're slated for a job that's twice as good as the one you're on now." I says, "What d'you mean twice?" And he says, "Next week you go off the two-and-a-half ton trucks and on to the five-ton trucks."

Shoppers are buzzing for the elevator, and the following scene is punctuated with wild calls for service.

Sheila
That's swell. That's great.
(then, all in a breath)
Gil, there was a man in the elevator, and he said he was Florenz Ziegfeld, and I thought he was just being fresh, so I was fresh right back at him....
(a wail)
Oh, Gil, do you suppose it was Ziegfeld? Do you suppose I mistook opportunity for a wolf?

Gil (flatly)
No. I used that line myself once.

Sheila (bridling)
On who?

Gil
I dunno, but it didn't work -- Of course, compared to a guy that might be Ziegfeld, a truck ain't much.

Sheila (suddenly contrite)
Oh, but it is, Gil - it is! A truck's a lot....
(going vague again)
Is Ziegfeld tall or short?

Gil (wearily)
Listen, honey, what would Ziegfeld be doing in an elevator?
(more kindly)
Going up and down in this cage has got you dizzy, that's all.

Sheila
Why? If a girl gets into a Ziegfeld chorus, she's made.

Gil
You bet. Sooner or later.

CONTINUED:

8 CONTINUED (4)

Sheila stares at him, then she grins suddenly, pulls his mouth down to hers, gives him a hot kiss. He responds. It is obvious that these two are honestly, passionately in love.

Sheila (happily)
Wouldn't you think I'd get used to going down in an elevator? But when you kiss me --!
(she makes a graphic gesture of falling through space)
Plunk!

Gil (vastly pleased)
Honest, honey? You feel like you're going down in an elevator?

Sheila (coaxingly)
How do you feel when I kiss you?

Gil
(softly; truck-driver tender)
I feel like I was going up in one, baby.....
(he makes an equally graphic spiral gesture of ascending)
Fizz-z-z-z!

They laugh together, very young and very sure. Then Sheila notices call-signal, which is going crazy.

Sheila
Gosh, Gil, we got to go!
(grabbing lever)
We're probably standing between some stylish stout and a new girdle.

Gil
What a place to stand.

The car starts to drop.

9 GROUND FLOOR - MEDIUM SHOT

Impatient shoppers are waiting for elevator; prominent among them is a stylish stout who could use a new girdle. The elevator lands. As the door opens Gil and Sheila see the stylish stout, do a takem.

Store Manager (bustling up, frowning)
What's the matter? Stuck?

Gil (resenting his tone)
Yeah, with each other - and we like it.

Store Manager
Miss Regan, come with me.

Sheila gives Gil an apprehensive look; he nods reassuringly and follows as she trails along behind the Manager. CAMERA FOLLOWS GROUP to where Sage, pencil and notebook in hand, is leaning against a counter.

Manager
This gentleman wants to talk to you.
(he exits)

Gil (trying to smoothe it over)
Look. It wasn't her fault. I -

Sage (to Sheila, wearily)
You're a very lucky girl, my dear. What's your full name?

Sheila (chin up)
Sheila Regan. That full enough for you?

Sage (wincing)
Too full for Mr. Ziegfeld.
(as Sheila reacts, gasps)
But he can change it. What's in a name? Where do you live?

Sheila (a whisper)
Brooklyn.

Sage (wincing again, also whispering)
I'll keep your secret.
(then, normal voice)
Street?

Gil (coming to life - sore)
Brace yourself, pal - 431 Flatbush Avenue.

CONTINUED:

Sage (to Sheila)
Brooklyn or no, you're still lucky. Mr. Ziegfeld wants to see you in his office tomorrow at eleven. You're going to be in the Follies. Mr. Ziegfeld likes you. What's your phone number?

Gil (for Sheila, who is still out on her feet)
Flatbush 7098, and I suppose Mr. Ziegfeld can change that, too?

Sage (smoothly)
To Butterfield, pal.

Gil (murder in his eye)
Listen, you -

Sage (to Sheila, ignoring him)
Nod once if you've heard me.
(Sheila nods dazedly)
A very lucky girl.
(and he is gone)

Sheila (incredulously, coming to life)
Tomorrow morning at eleven I'm a Ziegfeld Girl - just like that!
(the stock-girl seen earlier passes by, still carrying leopard coat)
Order me three of those - in different colors!
(she snatches coat)

Stock Girl
They don't grow in different colors.
(trying to get coat back)
D'you think the leopard's going to change his spots for you?

Sheila evades her, slips on coat, parades in front of Gil.

Sheila (very high)
How do I look, Gil? How do I look?

Gil (slowly)
You look okay, Red. But you don't sound so good.

As Sheila, oblivious to his reaction, continues to strut her stuff, stroking the fur as if it were alive, with almost the same physical bang we saw her get out of kissing Gil -

DISSOLVE TO:

10 INT. NEW AMSTERDAM THEATRE - CLOSEUP - CLOCK INDICATING ELEVEN

CAMERA DRAWS BACK to reveal reception room outside Wayburn's office. It is filled with beautiful girls waiting for an audience. Sheila sweeps in, grandly takes seat next to Mary Gallagher. Mary is about seventeen - vital, eager, and just now very anxious-looking.

Perkins (coming out of office)
Miss Gallagher - of Gallagher and Gallagher?

Mary (bouncing to her feet)
That's me!

Perkins
Mr. Ziegfeld will try to see your act tonight.

Mary (flatly - deflating)
Oh -
(Perkins goes back into office. Mary speaks unhappily to nobody in particular)
He'll try again. You'd think he had to fight his way into the theatre.
(she sighs)
Guess it'll take a miracle to make him catch our act.

Sheila (very friendly)
This is the place they dish those miracles out, honey. They ran a fresh one up for me.

Mary (touching Sheila's arm)
Mind if I touch you? Maybe miracles are catching - like measles.

Perkins ducks her head out of office door as Mary turns to go.

Perkins
Miss Gallagher -
(Mary jumps, turns)
Mr. Ziegfeld wants to know where you're playing tonight.

Mary (she can't believe it)
H-Harlem Opera House.
(Perkins ducks back into office)
Gosh! They are catching!

As Sheila grins -

DISSOLVE TO:

11 ELECTRIC SIGN - HARLEM OPERA HOUSE

DISSOLVE TO:

12 CARD ON PROSCENIUM ARCH

Announcing Gallagher and Gallagher.

13 STAGE - HARLEM OPERA HOUSE

In front of a garish and faded drop, Mary and her father are doing a song-and-dance turn. Gallagher is an old-time comic - and he's pretty bad. He has magnificent assurance - and that's all. In sharp contrast to her father, Mary is nimble and clever, with all the freshness of the new order. While she tries to accomodate her style to the old man's, she manages to sneak in an idea of her own now and then. They end the dance, bow off to scant applause. CAMERA FOLLOWS THEM TO WINGS.

Pop Gallagher
What's the idea, busting out with new steps? And with Ziegfeld out front!

Mary (meekly)
Just wanted to pep up the act, Pop.

Pop
Leave that to me.

He bounds onto stage again, to force a bow out of dwindling applause. Mary follows, letting him take the better bow. They dance off again. Pop would like another bow, but they drop the curtain on him.

14 MOVING SHOT - MARY AND POP

as they start for dressing room. They run into Al, another old-type vaudeville performer.

Mary
Hello, Al.
(shaking hands with wooden ventriloquist's dummy he is carrying)
How's tricks, Mabel?

CONTINUED:

14 CONTINUED (2)

Mabel (falsetto)
How would I know about tricks?
(jerking head at Al)
This stooge of mine won't let me take any.

Al (to dummy)
Shut up, Mabel!
(to Pop)
Say, Joe, they tell me Ziegfeld's in the audience.

Pop
That so?
(winks at Mary)
Wonder who he's come to see?

Al
Well, he ain't aiming to glorify you or me, that's sure, Joe.

Pop (very positive)
Only fools are sure.

Mabel
Are you positive?

Mary
Maybe he's catching Mabel's act.

Mabel
He'll catch cold when I name my figure.

Pop
When he sees it, you mean. What do you think Ziggy's doing - glorifying wooden legs? Ha!

Very pleased at having topped the dummy, he starts on again. Mary gives Mabel a consoling pat, follows him.

15 INT. GALLAGHERS' DRESSING ROOM

A dismal box with the usual meager equipment. Pop enters, followed by Mary. Pop tosses his hat across the room, landing it neatly on the gas-jet.

Pop
That's the old eye.
(looking at his watch)
Well, I give that Ziegfeld bird just ten minutes. If he don't show, he's lost me.

Mary (tense, excited)
You really think he'll come, Pop?

Pop
He's a cinch. Unless you crabbed the act.

Mary (contrite)
Guess I was just over-anxious.

Pop (taking off makeup)
What's there to be anxious about? Ziegfeld's bound to know a great act when he sees one. They say he's a real showman.

Mary (stealing look at his watch)
Couldn't you give him a little longer to prove it?

Pop
Not a second.
(confidently)
He'll show. And when he does -- that's our cue to be hard to get.

Mary
But right now I feel awfully easy to get, Pop.

Pop (loving, but stern)
Don't ever be, baby. You'll be a top performer some day. Don't ever sell yourself short. You got everything your mother had, and she was big-time -
(as Mary swells a little)
- after I ironed the kinks out of her technique.

Mary (earnestly)
Pop, don't think I'm not proud of you. Nobody can get laughs the way you can. You're the best comic in all time -- but I just thought that maybe the act was growing whiskers
(as Pop frowns, she retracts quickly)
I only meant maybe Ziegfeld might like something different.

CONTINUED:

Pop
Why should he be an exception?

Mary
Gee, Pop, I'm tired of tank-towns and trained seals - for you and me both. Not that I haven't known some very nice seals.
(OVER SHOT comes knock on door)
It's him!

Pop (calmly, looking at watch)
And he just got in under the wire.

Mary
Come in!

Sage enters, in evening clothes.

Sage
You're Gallagher and Gallagher?

Pop (cornily)
In the body, my good man. As big as life and twice as natural.

Sage
I'm Sage of the Ziegfeld office.

Mary explodes into life, hurls a chair under Sage's rear.

Mary
Have a chair!

Sage (already sitting)
Thanks, I got one. Mr. Ziegfeld saw your performance tonight.

Mary
Did he like it? Did he -

Pop (silencing her with a look)
How is Ziggy?

Sage (lifting an eyebrow)
You know Mr. Ziegfeld?

Pop (not stopped for a minute)
No, he never had the pleasure.
(he offers Sage a cigar)
Have a cheroot?

Sage
Thanks, but I've sworn off smoking.

CONTINUED:

15 CONTINUED (2)

Pop
Then put it in your pocket till tomorrow.

A snort of laughter is jarred out of Sage at the very corniness of the gag. He takes a cigar. Pop gives Mary a look that says, "Watch me slay him."

Sage (to Mary)
You're a very lucky girl. Mr. Ziegfeld would like to see you in his office tomorrow.

Pop (taking it unto himself)
Right. What time?

Sage (to Mary again)
How about eleven o'clock?

Pop
Right.

Mary, who gets what is happening, casts a pleading glance at Sage.

Sage (starting for door, still to Mary)
New Amsterdam Theatre.

Pop
Right.

Sage
Forty-second Street.

Pop
Right.

Mary (agonized)
But, Pop --

Pop (genially)
Tell Ziggy he's getting one of the best acts in vaudeville, and who should know better than me?

Sage (acutely uncomfortable)
Uh - Mr. Gallagher. Mr. Ziegfeld isn't interested in the act. Only your daughter.

Pop collapses like an old rubber bag. Mary reaches for his arm. He brushes her off, turns to Sage. When he speaks, his voice is steady.

Pop
Right.

CONTINUED:

15 CONTINUED (4)

Mary (bursting out)

Wrong!

(to Sage, with dignity)

I won't be there at eleven o'clock, Mr. Sage - or ever! I couldn't - not without my father. Without him, I'm nothing at all. And if Mr. Ziegfeld can't see that - why, how could I work for him? I couldn't respect him.

(head up)

So tell him thanks very much, but I can't accept.

Pop (sharply)

Mary!

(to Sage)

I said "right," and I mean "right," Mr. Sage. My kid'll be there.

Sage looks at him for a moment, touched by his sportsmanship.

Sage

Right.

He impulsively holds out his hand to Pop. They shake, then Sage turns and exits. CAMERA FEATURES MARY as Pop moves to the door, bellows after him.

Pop (re-inflating fast)

Ziggy's getting another break, Sage. I'll be there with her - to show her how. And I got plenty ideas for Ziggy, too.

Mary looks at Pop; her eyes fill with sudden tears.

DISSOLVE:

16 INT. NEW AMSTERDAM THEATRE - DAY - BACKSTAGE

Mary and Sheila, in practice clothes, come into shot. In b.g. are several scantily-clad show-girls parading with books on their heads to perfect their walk. Sheila stops to look at herself in a full-length mirror.

Mickey's Voice (Over Shot)
Like what you see?

Both girls turn as Mickey, Sheila's eighteen-year-old brother, enters SHOT, carrying a lunch-box. Mickey is full of tough wise-cracks and a terrific pride in Sheila.

Mickey (regarding Sheila)
Good thing you outgrew those knock-knees.

Sheila
Mary, I hate to admit it, but this is my brother Mickey.
(putting an arm around him)
Mick, this is Mary Gallagher. She's in the show.

Mary (liking Mickey)
Hello.

Mickey (airily, very blase)
Hiya.
(he looks her over)
Pony size, huh?
(he holds out lunch-box to Sheila)
Take this before somebody sees me with it. Ma sent you some sandwiches. Said you got to keep up your strength.

Mary (to Sheila)
You'll need it, to fight off the stage-door Johnnies.

Sheila
You're too young to talk like that, baby. What do you know about stage-door Johnnies?

Mary (matter-of-factly)
I was born in a theatrical trunk, but the lid wasn't shut. I think Pop left it open a-purpose. He says it's what you don't know that can hurt you.

Mary's eyes are on Mickey, who is watching, goggle-eyed, as a show-girl passes.

Mickey (man-of-the-world)
Caramba!

CONTINUED:

16 CONTINUED (2)

Mickey (cont'd)
(he does a quick head-turn as another show-girl - balancing book on her head - passes)
Cucharacha!

Mary (a little acidly)
Bet she never opens that book.

Mickey
What could she learn out of a book?

Sheila is watching this by-play with amusement. Mary nudges Sheila, indicates Frank Merton as he passes in b.g. Frank is young, good-looking, roving-eyed.

Mary (elaborate admiration, for Mickey's benefit)
Look, Sheila! Call him bad medicine?

Sheila (playing up to her)
He wouldn't be so hard to take.

Mickey turns, just in time to see Frank.

Mickey (frowning)
Yeah, like this!
(he holds his nose)

Mary (delighted, needling him)
That's Frank Merton, Sheila. He's starring in the show. He's got the most beautiful voice.

Mickey (disgusted)
Falling for a pair of tonsils! Women have got no taste!
(Mary, pleased at getting his goat, preens herself. Mickey does a big takem, looks o.s.)
Bless my soul! Look at that one!
(he points)
She looks better all wrapped up than the rest of 'em do unwrapped.

Sheila and Mary look where he points. They also do a takem of honest admiration.

17 CLOSE SHOT - SANDRA KOLTER

Head tilted, she is standing in the wings, listening to the orchestra as it runs over a

CONTINUED:

17 CONTINUED (2)

practise number. Even in her rather shabby clothes, Sandra is a compelling and stunning eyeful. CAMERA ANGLE WIDENS TO INCLUDE her husband, Franz; he is young, good-looking, volatile. He, too, is listening to the music.

Sandra
But, Franz, will you ever be able to play that badly?

Franz (grinning)
I hope so. If I can play badly that well, I'll have a job.

Mischa, a young Russian violinist, enters. He has his coat off, his violin under his arm. He looks at Franz sadly, shakes his head.

Mischa (morosely)
I can't ask you to do it, Franz! The job's not good enough for you.

Sandra and Franz exchange a look.

Franz (to Sandra)
He's starting that again!

Mischa (doggedly)
A man whose father played for the crowned heads of Europe....

Franz (firmly)
A hungry man can't eat his ancestors.

Sandra looks from one to the other as they argue.

Mischa
Franz Kolter - first-violin of the Vienna Symphony for three seasons....

Franz (quickly, in spite of himself)
Five.

Mischa
Composer of three concertos by the age of fourteen...

Franz (beginning to nod)
And two sonatas.

Sandra gives him a quick look, a mixture of alarm and amused understanding.

CONTINUED:

17 CONTINUED (3)

Mischa (clinching it)
I ask you. Could such a man play second-fiddle in the Ziegfeld Follies?

Franz
(he can't deny the logic)
No.

Sandra (buttonholing him)
That's the wrong answer, darling.

Franz (spreading his hands)
Mischa has too many arguments for me. He wins.

Sandra smiles at him.

Sandra
I have the best argument....
(she opens her purse, reveals that it is very empty)
...and Mischa loses.

Franz (weighing things)
You lose, Mischa.

Mischa (very low)
I don't lose; Art loses.
(as if conducting Franz to his tomb)
The conductor is ready to hear you....
(noting that Franz is empty-handed)
Where is your violin?

Franz
The pawnbroker is holding it for ransom.

Mischa shakes his head, hands Franz his own violin.

Mischa
Well, you'll need a violin, and this is better than nothing.

Sandra and Franz face each other for a moment. Beneath their gaiety is tension. Sandra reaches up suddenly, kisses Franz.

Sandra
Wear this for luck, darling.

Franz catches her in his arms, kisses her - hard.

Mischa (disapprovingly)
I can never understand romance on an empty stomach.

CONTINUED:

17 CONTINUED (4)

He pulls Franz away. As they exit Frank Merton enters SHOT from behind Sandra, looking at her appreciatively. Franz sees this, would linger, but Mischa is dragging him toward orchestra.

18 CLOSER SHOT - SANDRA

Still not aware of Frank, she looks after Franz. She crosses her fingers, closes her eyes. Frank moves to a position in front of her.

Frank (to Sandra, wonderingly)
I ought to be used to it by now - but I'm not....
(as Sandra opens her eyes, looks at him)
All my life I've found things....
(Sandra gives him another look - a longer one this time; she recognizes the approach. Frank goes on blandly)
When I was four, I found an engine with red wheels; when I was ten, a little silver ring; when I was eighteen, a big fat wallet.....
(OVER SHOT comes sound of Franz, as he starts to play a concerto brilliantly. Sandra turns a little from Frank, listens. Frank, his eyes on her, goes right on)
All that was just a buildup to this: so it wouldn't be too much for me when I walked around a piece of scenery and found you....
(softly)
I find things, I tell you....beautiful things.....

Sandra turns to him, amused and a little irritated.

Sandra
And you never return them to the rightful owners?

Frank (smiling at her)
Finders keepers - losers weepers.

Sandra smiles right back at him, nods toward music.

Sandra
My husband plays beautifully, don't you think?

Frank
(still looking at her)
It's funny, but I've got no ear for beauty - just an eye for it....

CONTINUED:

9-14-40
18

Frank (to Sage, who is passing)
Oh, Sage, want to get credit for a discovery?
(presenting Sandra as if she were on a platter)
You're a very lucky man.

Sage (bowled over by Sandra)
What are you doing here?

Sandra (kindly, as to a madman)
If it is not too much to expect, I am waiting -

Sage
You're waiting? Ziegfeld's waiting!

He grabs her arm, hustles her off toward Ziegfeld's office. CAMERA MOVES CLOSER TO Frank as he watches them go. He is smiling. O.S. still comes sound of Franz' playing.

DISSOLVE TO:

19 INT. ROOM - CHEAP BOARDING HOUSE

A dismal hall-bedroom. Franz is lying on a shabby couch, legs crossed, hands behind head, staring at the ceiling, Sandra enters excitedly.

Franz
Where did you go, my dear? I waited, but you didn't come back.

Sandra
Something happened to me!

Franz
Something happened to me also.
(gloomily)
You married what they call here a flop.

Sandra (kissing him)
And I love what they call here a flop.
(full of news)
Franz -!

Franz (cutting in, bitterly)
The conductor was very kind. He told me I belong in Carnegie Hall. I play well, he says. I play too well, he says. I am a classicist, he says. Today that is like being dead and buried, but with your feet sticking out.

Sandra (gaily)
Here's something to bring you back to life,darling!
(she opens her purse,waves a roll of bills)

Franz (staring, then shrugging, disbelieving his eyes)
Stage-money.

Sandra
You don't know how right you are!

CONTINUED:

19 CONTINUED (2)

Franz
If you have pawned your shoes, it is a great tragedy. I was going to take you for a walk tonight.
(he closes his eyes)
I can't look.

Sandra
I still have my shoes. And a job!
(with a flourish)
I'm a show-girl in the Ziegfeld Follies!

Franz (opening his eyes)
The Follies I understand. They are on Forty-Second Street. But a show-girl?
(he shrugs - then)
What does she show? Where the seats are?

Sandra (laughing)
You talk like a musician! To be a show-girl is very simple. You put on three strands of beads and walk up and down. There was such a funny little man! He pushed me through a door, then another door, then another - and I was in a room filled with flowers and deep carpets - and, Franz, a big gold piano! And then I heard a voice from behind the flowers: "Face okay; smile okay; teeth okay; figure okay. Let me see you legs." So I lifted my skirt like this...
(she illustrates)
and the voice said, "Higher," so I lifted them higher - like this. And another voice said, "Zowie!" and then the first voice said, "Okay. Seventy-five a week! Next!"

She tries to thrust the money into Franz' hand; it drops to couch.

Franz (not looking at money)
This funny little man - he didn't look so funny to me, or so little.

Sandra
Oh, that one! He had nothing to do with it. That is, not much.

Franz
Not much is too much.

Sandra
Franz, you're ridiculous!

Franz
You're right. All failures are ridiculous.

CONTINUED:

CONTINUED (3)

Sandra (quickly)
You're not a failure, darling.

Franz rises abruptly, smoothes the couch-cover like a salesman demonstrating.

Franz
Observe, Madame - the finest damask...
(indicating blotch on wall)
The latest pattern, my lady - hand-painted...
(plucking tin cup from table)
And this tumbler, Madame...
(he flicks it)
Crystal!
(quietly sardonic)
No, I am not a failure.

Sandra (indicating room)
You think this is how I measure success?

Franz (grabbing money from couch)
No, but I measure it with this - not the money, but what it stands for.

Sandra (quietly)
And what does it stand for?

Franz (angrily, with rising tempo)
It stands for you showing yourself to other men! For lifting your skirts so they can admire your legs! Or maybe even hanging naked from a chandelier!

Sandra
But, Franz, don't you see? We can pay the rent - You can look for a decent job - We can laugh again!

Franz
I won't allow you to do it!

Sandra
Did you say "allow"?

Franz
I can make it stronger.

Sandra (aroused)
That's strong enough. In fact, it's too strong. I didn't blame you for losing a job. Why should you blame me for getting one?

Franz (bursting out)
But how did you get it? What do you have to do to keep it?

Sandra (furious for a moment)
Franz!
(then controlling herself)
Just what do you want me to do?

Franz (holding out money)
Give up the job. We've gone hungry together before.
(his voice is pleading)

CONTINUED.

19 CONTINUED (4)

Sandra (slowly)
But never because of your pride - and your jealousy...
(in turn she is pleading)
Be sensible, Franz!

Franz
I have never been sensible about you, Sandra. You cannot expect me to start now.

Sandra (sadly)
Your pride for yourself is greater than your love for me.

Franz
I cannot have one without the other.

Sandra (at the door)
I'm afraid you're wrong, Franz. You can have one without the other...

Silently she goes. Franz stands very still for a moment, then hurls the money toward the open door after her. The money strikes the wall, falls to the floor. He stares at it. CAMERA MOVES QUICKLY TO:

20 CLOSE SHOT - MONEY.

DISSOLVE TO:

21 CLOSE SHOT - INSERT - NEWSPAPER ITEM

"Speculators hold tickets for Follies Opening Night at Seventy-five dollars a copy, and it's a bull-market...."

FADE OUT.

22 FADE IN:
EXT. NEW AMSTERDAM THEATRE - SHOT OF MARQUEE

now ablaze with lights and reading:

"OPENING NIGHT
ZIEGFELD FOLLIES "

Underneath the names of a brilliant cast, featuring Frank Merton.

DISSOLVE TO:

23 STAGE - FIRST NUMBER

Whatever the number is, our three Ziegfeld Girls are prominently featured as follows: Sandra for her beauty and her clothes; Sheila for her legs and walk down the typical Ziegfeld stairway; Mary among the pony dancers

CONTINUED:

23 CONTINUED (2)

and singing comics. Also prominent is Patsy Dixon, an old timer. Frank Merton is singing. As Sandra passes him, he smiles at her.

INTERCUT ABOVE PERFORMANCE

24 INT. BOX

Four men in white ties and a state of pleasantly cynical anticipation. They are:

Geoffrey Collis, in his late forties. A nice guy in spite of too much money.

Thomas Loring, a rich, shrewd, discriminating Englishman.

John Sanford, a sleek socialite without scruples.

Wally Roberts, a rich young sucker made to order for gals like Patsy Royce.

They are watching the ensemble number.

Wally
Either they're prettier this year, or faces have become unimportant to me.

John
Dibs on the little red-head.

Geoffrey (opera glasses to eyes)
Sorry, I made a mental reservation on her ten minutes ago.

John
But we're off the reservation.

25 STAGE - LONG SHOT - (AS SEEN THROUGH GEOFFREY'S OPERA GLASSES)

Sheila Regan, now Sheila Hale, is coming majestically down the stairs.

26 BOX -

John (to Geoffrey)
So you like paprika, too? That's Sheila Hale. Want to meet the lady, as it were?

Geoffrey
She'll be met in ten minutes.
(he takes a card from his pocket, starts to scribble on it)

CONTINUED

26 CONTINUED (2)

Thomas
Me, I like mystery, glamour...
(reaches for opera-glasses)
You know, the stuff they get on French post-cards...

27 STAGE (THROUGH GLASSES) - FROM LORING'S ANGLE

Sandra is parading across the stage - her beauty and sex-appeal are breath-taking.

28 BOX -

John (to Thomas)
That's Sandra. The line forms at the stage door.

Thomas (nodding)
I've got someone holding my place.

Wally (indicating another girl on stage)
There's Patsy Dixon.

John
Patsy's with us every year - like the locusts....

29 STAGE -

Patsy, a beautifully preserved, chemical blonde with a swell figure, is languidly crossing the stage.

30 BOX -

John (to Geoffrey)
And I'd like to be around when Patsy hears you say you'll take paprika.

Geoffrey (shrugging)
I'm just last year's chinchilla to Patsy. Wally here is this year's sable.

Wally just grins. The number has come to an end, the curtain closes in, the audience applauds enthusiastically. The men in the box begins to rise.

Thomas
Come on, brother wolves, get on your sheep's clothing

DISSOLVE TO:

31 INT. BACKSTAGE - GIRLS' DRESSING ROOM

It is filled with girls, costumes, mirrors, lights and flowers. Stuck inside the mirrors are photographs, letters and telegrams. The girls are just starting to take off makeup and get into their street clothes, etc.

FEATURED IN SHOT ARE: Sandra, Sheila, Mary and Patsy, who has a champagne bottle and glasses on her table.

Patsy
Here's to the show and the new girls!
(she flourishes her glass)
You can work your feet to the bone and get your name in lights -- You can cash in on what you've got and carry off a millionaire -- or you can hang on to what you've got and marry for lahve -- but no matter what or who you do, kiddies, you belong to us from now on in -- You're Ziegfeld Girls! So here's to you! Bottoms up!

Old Timer (from b.g.)
Up or down, what's the difference?

Patsy drinks, then cracks her glass against her dressing-table. She pours a drink for Sheila.

Sheila (thrilled)
Gil and I always drink beer. He says you can't hold enough to hurt you.

Patsy
I know different. Men who buy beer expect the same thing as men who buy champagne.
(she offers Mary a glass)

Mary (refusing)
Thanks. I swore off years ago.

Patsy
You're smart. So did I.

She downs Mary's drink. In high good humor pours another, holds it out to Sandra, hopeful of another refusal.

Sandra (amused, accepting glass)
I make it a rule not to swear.

She raises glass as if in a toast to an unseen person, drinks. CAMERA SWINGS WITH Patsy as she passes Jenny, a spry little elderly bird of a wardrobe-woman. Jenny pauses in her work to hold up a glass.

31 CONTINUED (2)

Patsy
Jenny, you're not old enough to drink.

Jenny (with asperity)
I'm old enough to remember your first Follies, dear.
(nostalgic)
I was in the show Ziggy did for Anna Held. I worked with Adeline Genee, and Mae Murray, and Ann Pennington, and Gilda Gray...

Patsy
Okay, Jenny.
(sardonically)
We're very sentimental here - all of us lucky girls. We've got a regular first-night routine. The new girl Jenny picks to pour her drink, so the legend has it, gets a fast track to success and a gareat career.

Jenny (to Patsy)
I missed once - when I picked you.

Patsy (good-naturedly)
Call that a miss? I've got rocks on my fingers and bonds in the bank.
(puts on some of the "rocks")
I own more beds than I can sleep in and more food than I can drink. And while that may not be much of a career, it's sure a touch of success.

Sandra
How long have you been in the Follies, Patsy?

Patsy
I'm on my eighth hitch.

Mary (appalled)
And you haven't got a specialty yet?
(then embarrassed)
I mean --

Patsy (grinning)
Don't worry, baby. I've got a specialty.
(she runs her finger significantly up her bracelets, then turns to Jenny)
Go on, Jenny, put the Indian-Sign on one of 'em.

Jenny picks up a bottle and glass. CAMERA PANS ALONG WITH her as she scans the faces of the new girls. They all want to be selected. Jenny passes Sandra, several other girls, hesitates before Mary, who almost dies, then finally chooses Sheila, handing her the bottle to pour the wine. The other girls relax, a little disappointed. Sheila is excited, her hand shakes, clattering the bottle

CONTINUED:

31 CONTINUED (3)

against the glass, knocking it to the floor. She quickly hands Jenny her own glass, pours the wine.

Jenny (to Sheila)
To you, my dear. And to all the Ziegfeld Girls who will come, and all of those who have gone -
(an acid glance at Patsy)
and are going.
(she drinks)

Patsy
Don't cry for me, Jenny. I'll be around as long as I've got a leg to stand on - or a knee to sit on.

There is a thunderous knock on door.

Sage's Voice
Hey, girls, are you decent?

Patsy
No, come right in.

Sage ambles into dressing room and is met by squeals and clutchings of negligees.

Sage
Well, my little brood, we're up to your hips in a smash-hit.
(to Mary)
Look, infant, go rescue the show from your old man. He's telling Cantor and Brice how to put over their stuff.

Mary (loyally)
If they listen to Pop - they're in.
(she goes out)

Sage (sighing)
Mary's Pop is a great guy. Only me, I like my corn on the cob.

32 INT. CORRIDOR -

As Mary hurries down hall. Mickey, dressed to the nines, steps out of shadows, takes her arm.

Mickey (loudly, for benefit of those passing)
We're stepping out, gorgeous - and high!

Mary (startled, pleased)
Did Pop say so?

CONTINUED:

32 Mickey (soto voce)
He's going along.
(then the big-shot again)
Name your poison, babe.

Mary
How about an ice-cream soda?

A couple of passing showgirls smile.

Mickey (destroyed)
All right. All right.

33 INT. DRESSING ROOM

Sage (to all)
The boss is throwing a coming-out party tonight for one and all.
(he pats Patsy with affection)
Know we can count on you, diamond-back.
(to Sandra)
Will you be there, lovely?
(Sandra just smiles enigmatically. Sage grins, seeing all the flowers about her)
Will you be there!
(then, quietly aside)
Frank's waiting for you.

Jenny (snorting, in passing)
Frank is usually waiting for the best-looking girl in every new show.

Patsy (reminiscently)
Well, I'll say one thing: When that canary holds out his hand, there's always something in it.

Sandra (smiling)
Bird-seed?

Patsy (eyeing her)
Cat nip.

Sage (to Sheila)
How about you, red-head: Coming to the party?

Sheila
No. My boy-friend is waiting for me. In a two-and-a-half-ton truck.
(defiantly, as someone snickers)
Maybe even a five-ton job if I'm lucky.

Patsy (approvingly)
You've got the right angle, honey. You marry for love. I did.
(she jangles the bracelets on her heavily laden right arm)
All five times.

CONTINUED:

33 CONTINUED (2)

Sandra (regarding Patsy's bare left arm)
And you've still got another arm.

Patsy gives her a hard look, reaches for another bracelet on her dressing table, can't quite reach it.

Patsy
Yeah, and I wish I was an octopus.

Jenny
You <u>are</u>.

Patsy (to Sheila)
Slip me that handcuff, will you?

Sheila hands her the bracelet, eyeing it, relinquishing it with regret. There is a knock on the door. Sage opens it. An orchid corsage with card attached is delivered. Sage looks at card. Even he is impressed.

Sage (to Sheila)
Say, kid, looks like you can trade that truck in on a Rolls.

Sheila (looking at card)
Who's Geoffrey Collis?

Sage
A patron of the arts, my dear, and a guy with more potatoes than they grow in Idaho.

Patsy
And <u>my</u> special friend.
(she takes card from Sheila's hand, reads it, shrugs)
Pardon. My <u>ex</u>-special friend.
(she tosses card to Sheila)
Catch.

Sage (to Sheila)
Good-hunting, kid. Only don't shoot 'till you see the whites of the eyes on those potatoes.
(he pats her on shoulder, exits)

Patsy reaches for another piece of her jewelry, again can't quite reach it. Sheila shoves it toward her.

34 CLOSE SHOT - SHEILA

Her eyes follow the glittering bracelet as she shoves it along the shelf of the dressing table toward Patsy's hand. Patsy's hand grabs bracelet out of SHOT. As Sheila watches the gew-gaw, her face has the same rapt, almost sensuous look it had when she caressed the leopard coat. She leans over, picks up the card, stares at the name.

DISSOLVE TO:

35 INT. DINING ROOM - SHEILA'S BROOKLYN HOME - NEXT DAY

Sheila's father, a policeman, is sitting at the table eating. He is good-natured, slightly slow on the up-take. Sheila's mother, a salty old martinet, is serving him. Mickey has the morning papers, and is feverishly thumbing through the drama sections.

Mickey (throwing down a paper)
Call this guy a drama-critic? He don't even know class when it comes up and spits in his eye.
(taking up another paper)
Here's one, and about time! Listen:
(reading)
"Another new glorified girl who made an impression was Sheila Hale. This one, they say, used to run an elevator. She gave me a lift, if you know what I mean..."
(eyes dreamy)
Folks, you shoulda seen her last night.
(to Mrs. Regan)
Ma, have you got legs like Sheila's?

Regan
Better.

Mrs. Regan (snorting)
Sheila Hale!
(to Regan)
How can you go bragging to the boys when everybody knows your name is Regan?

Regan (chuckling)
Maybe we could change our name to Hale.
(to Mickey)
I understand Mick's made application to change his to Gallagher.

Betty, a kid about twelve, bolts into dining room.

CONTINUED:

35 CONTINUED (2)

Betty (almost hysterically)
Ma! She's getting up! I fed her some grapefruit-juice!

(she looks at her hands as if they had performed some sacred rite)

Mrs. Regan
Now it's room service!

Betty (dreamily)
I squeezed it myself. I squeezed grapefruit-juice for an actress.

Mickey
Gee, Ma, you shoulda seen her. She come down the steps like Lillian Russell..

Betty, hypnotized, starts to queen it, a la Sheila.

Mrs. Regan (to Mickey)
What do <u>you</u> know about Lillian Russell?

Mickey
Pa told me.

He glides, also a la Sheila, to the piano which is visible through doors opening to living-room.

Mrs. Regan (in despair)
Look at him! I didn't raise my <u>boy</u> to be a Ziegfeld girl, too!

Mickey (at piano)
Here's the tune they played special for her.

As Mickey starts to play song from show, Sheila appears at top of old-fashioned stairway which descends to hallway opening off dining room.

Betty
Get ready, ma. She's coming!

The family comes to the door, looks up at her, except Mickey, who keeps on playing.

36 CLOSE SHOT - SHEILA

She is yawning, wears a rather cheap and flashy negligee. As the sound of Mickey's playing comes over SHOT, she grins and snaps into her Ziegfeld Girl manner, and in the best show-girl tradition starts to undulate down the steps.

37 -38 LONGER SHOT - DINING ROOM

As Sheila reaches bottom of stairs, enters dining room. The family, with the exception of Mrs. Regan, who beams in spite of herself, breaks into applause. Sheila shakes hands with herself over her head like a prizefighter.

Regan (leading her to table in style)
I'm as proud of you as I am of my uniform, Sheila.

Sheila (kissing him)
You can throw that uniform away, Pa. You've worked long enough for us kids.

Mrs. Regan (firmly)
Your father will never be quitting his job while I have the strength to chase him out of my house with a broom.

Sheila
Why not, Ma? We're going to have lots of - (hesitating)
potatoes.

Regan
Would they be Irish potatoes, darling?

Sheila (easily)
Sure. Only kind I'd eat.
(her face falls a little)
If I could eat any. Mr. Ziegfeld's put me on a diet.

Mrs. Regan (fussing over Sheila)
A good idea if it's for building you up.

Sheila
It's for tearing me down. He says if I don't watch my figure, nobody else will.

Betty, who has been primping and preening herself in her day-dream, now has her skirts high about her knobby knees.

Betty
Lookit, Sheila! Lookit me being an actress!

Mickey (looking her over critically from piano)
Okay. A dollar and a half a week.
(to Mrs. Regan)
Next!
(before Mrs. Regan can blast him, he turns to Sheila)
That the way Ziggy does it, Sheila?

Regan rises. The SOUND of Mickey's inexpert playing continues to come OVER SHOT.

CONTINUED:

37-38 CONTINUED (2)

Regan (to Betty)
Walk me to the corner, Mrs. Bernhardt.

Betty (to stairs, as she goes by)
Gee, stairs is a wonderful invention!

Regan (as he goes out)
Your mother and me'll be seeing your show on payday, Sheila.

Sheila (a little uneasily)
Yeah.
(Betty and Regan exit)
Look, Ma, when you come to the show you'll have to kind of make allowances. You know, for the costumes.

Mrs. Regan isn't listening. She is glaring at Regan's plate, which is almost full of food.

Mrs. Regan
A man turns into what he eats is a saying I've always believed, and if a man eats nothing, it's nothing he turns into --
(to Sheila, sharply)
So you'll be putting away some bacon and eggs, young lady, and you can tell Mr. Ziegfeld I said so.

She bustles off to kitchen. Sheila picks up paper Mickey was reading. OVER SHOT comes sound of Mickey's playing. Her eyes on review, Sheila begins to sing the song softly - and not very well.

Gil's Voice (OVER SHOT)
Show-girls should be seen, not heard.

Sheila looks up. CAMERA ANGLE WIDENS to include Gil, who has just come in. He stands, hat in hand.

Sheila
You'll pull in your ears when you read my notices.

Gil
I pulled 'em in when you started singing.
(then brushing aside Sheila's career)
Come here, honey.
(he pulls her to window)
There she is!

39 LONG SHOT - STREET - THEIR ANGLE

A gigantic truck stands at the curb.

Sheila
Oh, Gil - you got it!

CONTINUED:

39 CONTINUED (2)

Gil
Five ton if she's an ounce.

Sheila
Get the raise?

Gil
I can't expect <u>everything</u> all at once.

Sheila
An ounce of raise is worth a ton of truck.

Gil (wounded)
Look, honey, it's twice as much responsibility, ain't it?

Sheila
Sure. Twice as much weight to drag around for the same paycheck.

Gil goes to sliding doors between dining-room and parlor.

Gil (to Mick, who is still playing)
Excuse us, please, kid. We're doing as much for you.
(he closes doors, returns to Sheila, gently shoves her into a chair)
We got things to talk about, Red.

Sheila (dreamily)
Don't I look different this morning? I <u>feel</u> different.

Gil
You won't <u>ever</u> look any different to me. A diamond don't have to be in a Tiffany-setting before <u>I</u> can see it.

Sheila (pricking up her ears)
Meaning who?

Gil
Meaning those guys that hang around the stage-door--- the ones with the money-bags under their eyes.
(grimly)
I saw 'em looking at you last night.

Sheila (enjoying this)
<u>How</u>, Gil? <u>How</u> did they look?

Gil
In such a way as to give me a very good excuse to punch them in the jaw.

CONTINUED:

Gil (continuing)
(morosely)
Only that wouldn't do any good. I'd lay six of 'em low, and six more would grow right out of the same gutter.
(he takes a crumpled card from his pocket)
Here's a little item you dropped last night.
(he reads)
"I like you very much... Call me sometime. Geoffrey Collis."
(tight-lipped)
Where does he get off, asking you to call him?

Sheila (loftily)
A gent never forces himself on a lady.
(then softening a little)
Ah, Gil, what you sore about? You took me home last night, didn't you?

Gil
The body anyway.
(staring at her a moment, softening)
You know, I got something to suggest.

Sheila (stiffening a little)
And I've seen it coming from way off. You want me to quit, for instance.

Gil
Yeah, for instance, I do.

Sheila
Yeah. And for instance, I won't.

Gil (offering his all)
Not even if we got married?

Sheila
But I'm in it now, Gil. I'm a Ziegfeld Girl!

Gil
You talk like a bottle of milk that just got certified.

Sheila (coaxingly)
Gil, don't spoil things! I just kind of got to see it through, don't I? What'll I tell our grandkids if I don't?

Gil
Did you say our grandkids?
(as Sheila nods he goes on, a bit appeased
Listen, Red, don't think I'm not hep to what you want. All I need is time to get it for you. I've got the truck already, and pretty soon I'll be on my own --

CONTINUED:

39 CONTINUED (3'a)

Sheila
And what am I doing all this time?

Gil
Packing your hope-chest. What do you think you're doing?

Sheila (stalling)
Well, a girl's got to look out for her future, don't she? What if all of a sudden you found a new girl with a - better hope-chest than I've got?

She smiles confidently up at him, pretty sure of her own "hope-chest". Gil studies her for a moment.

Gil (evenly)
Dames is like traffic. Sometimes you got to stop -
(he picks up his hat)
And sometimes you got to go.
(he moves a step toward the door)

Sheila (quickly, to his back)
A smart driver don't beat the lights.

Gil
When I put out my hand, I'm going to make a turn.

He whirls, grabs her in his arms. They kiss - hard.

Sheila (smiling up at him)
Okay, so you know your own strength.

Gil (into her hair)
You're not exactly anaemic yourself, kid.

Sheila
The show's out at 11:30.

Gil
I'll be there at 11:31.
(cocky again)
And if I got to push one of them fancy limousines out of the way with the truck, I can do that, too.

Sheila
They might be awfully heavy pushing.

Gil
Did you ever see a limousine after it tangled with a truck?

He slaps his hat on at a confident angle, stamps out. Sheila stares after him thoughtfully. Mrs. Regan bustles in, bearing a terrific plate of bacon, eggs and toast.

CONTINUED:

39 CONTINUED (4)

Mrs. Regan (slapping down glass)
Eat.

Absently, diet forgotten, Sheila sits down at table, lavishly butters some toast, takes a huge bite. Chewing thoughtfully, she reaches down, picks up Geoffrey's card, props it against the sugar bowl. Mrs. Regan watches her with satisfaction as she eats hungrily.

Mrs. Regan (referring to diet)
The idea of a girl doing without what she wants just on some fool man's say-so!

She pours Sheila a cup of coffee. Unseeingly Sheila reaches out, puts five lumps of sugar into the coffee. Her eyes are on Geoffrey's card. She is smiling, very slightly.

DISSOLVE TO:

40 FLICKERING ELECTRIC SIGN OF THE PALAIS ROYALE

DISSOLVE TO:

41 INT. - (NIGHT)

The ballroom is in semi-darkness. The spotlight is playing on a girl who is singing "Japanese Sandman".

CAMERA CIRCLES to take in some of the boxes which surround the dance-floor. In the dim light, their little table-lamps stand out clearly. CAMERA CATCHES GLIMPSES of the New York night-crowd of the era - a mingling of society and show-people.

CAMERA PICKS UP Patsy and another Follies Girl, sitting at a table with two men.

CAMERA MOVES ON to PICK UP:

42 GEOFFREY'S BOX -

In the box are seated Geoffrey, Sheila, Sandra and Frank. Sheila is nicely but not extravagantly dressed; however, there is a great difference from the girl seen in the elevator. Sandra is gowned with nun-like severity, and looks stunning.

CONTINUED:

Sandra (listening to music as violins pick up refrain)
You know, that's rather good. There's a rhythm - it's almost civilized.

Geoffrey (eyes on Sheila)
Should modern music be civilized?

Frank (eyes on Sandra)
It should fool you into thinking it is, anyway.

Geoffrey offers Sheila a cigarette.

Sheila (taking cigarette)
Thanks.
(indicating handsome case)
Funny, but a cigarette out of that tastes twice as good as one out of a paper pack.

Sandra
Don't judge things by the wrapper, darling.

Sheila
Why not? It's as good a way as any.

Frank rises, offers Sandra his arm.

Frank
Dance?

Sandra rises and CAMERA FOLLOWS THEM as they go toward dance floor.

They pass Patsy and her party.

Sandra
How are you doing, Patsy?

Patsy (disgusted look at escort)
The score is nothing to nothing.

43 MOVING SHOT - SANDRA AND FRANK

As they dance. They pass one of the tables by the floor and a man sitting with a woman bows to Sandra. His eyes flatter her and Frank is aware of this. They dance a few more steps. A man, dancing by, hesitates as he passes them.

CONTINUED:

Man
Good-evening, Sandra.

Sandra (smiling, but distant)
Good-evening.

Man
Save me a dance?

Sandra
So sorry - they're all taken.

She looks significantly up at Frank, who takes it big, dances her deliberately away from the other man's admiring eyes.

Frank
I'm beginning to think I'm quite a guy.

Sandra (giving him a look)
What delayed you?

Frank (pursuing his thought)
Droves of 'em with their tongues hanging out. And who do you pick to go out with?
(he smiles a little smugly)

Sandra
That's because you're so safe.

Frank (outraged)
Safe? Me?

Sandra (smoothly)
Certainly. We're both married, and we both know it. Isn't there a word for that -- insurance?

Frank (looking down at her)
I don't feel like such a good risk.

Sandra (blandly)
I wish my husband could know you. He was so worried that I'd meet nothing but wolves -

Frank (giving up)
I'm only wolf on my father's side. Shall we sit down?

He leads her to a box where a table is beautifully laid for supper. A single, perfect orchid is at Sandra's place. As Frank holds the chair for her a waiter hurries up.

Waiter
Shall I serve you now, Mr. Merton?

Frank
Please.

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43

CONTINUED (3)

He sits opposite Sandra, watching her as she picks up the orchid, finds a small jeweler's box beneath it.

Sandra
I thought you were the one who was always finding things.

She opens box, revealing an exquisite little vanity.

Frank
I found it first. And when I did, I thought of you.

Sandra
It's so beautiful that I'd love to have it...
(but her finger tips lightly flick the vanity toward him)

Frank
Take it - I found it in a little antique jewelry-shop. Cost me exactly - two dollars and ninety-eight cents.

Sandra
(as she pushes vanity toward him)
Are you sure you're only half wolf?

Frank
I can look it up for you. Why?

He sighs, slips vanity into his pocket.

Sandra
Because you're dangerous enough to be a thoroughbred.

Frank
I thought I was so safe!

CONTINUED:

Sandra
That's just where the danger lies. You inspire confidence.
(studying him)
Don't old ladies come up to you on the street and ask for help - and lost children - and people who don't speak the language very well?

Frank
The lady who doesn't speak the language very well - what kind of help does she want?

Sandra hesitates, then smiles at him.

Sandra
Would it be too much trouble for you to pretend that you're my husband?

Frank (with alacrity)
What's one more trouble to a boy scout like me?

Sandra
Very well. You are my husband and I've left you.

Frank (protesting)
That's not in the script. I wouldn't let you --

Sandra (troubled - not clowing)
You were very proud and very foolish, and perhaps I was too. So you let me go.

Frank (watching her)
How did I feel about it after you'd gone?

Sandra
I think you were sorry.

Frank (reaching for her hand)
I have to re-create the mood.
(obviously moved by the contact, suddenly not clowning any more either)
I was <u>deeply</u> sorry.
(leaning toward her, hopefully)
And you? How did you feel?

Sandra
I was sorry, too....Now I haven't seen you for weeks, and you haven't tried to see me...

Frank
How do you know? How do you know I haven't been watching you from behind corners? Standing outside your door at night? Hiding in a hallway?
(his voice shakes suddenly)
I wouldn't be further away than the sound of your voice, if I were your husband.

CONTINUED:

43 CONTINUED (5)

Sandra
Now I want to go back. Would you have me back?

Frank settles back in his chair suddenly, stares at her with a mixture of amusement and indignation.

Frank (ruefully)
You know, I have a feeling that I'm being imposed upon... Am I a guinea pig or something?

44 GEOFFREY'S BOX -

Music comes OVER SCENE. A French waiter, Pierre, stands at attention as Sheila and Geoffrey study the menus.

Geoffrey
How about it, Sheila? Hungry?

Sheila
I could eat a horse -- Only I suppose the darn things are fattening, too.

Geoffrey (to Pierre)
How many calories in a horse?

Pierre
Enough for at least a day, M'sieur.
(smoothly and tactfully to Sheila, who obviously cannot make out French on menu)
Perhaps Madame would like some delicious Rognon de Veau grille - or perhaps some Foi gras au Porte...

Sheila (good-naturedly)
See anything about me that would lead you to think I understand French?

Pierre (Gallic for the moment)
But, yes, Madame! Plenty!

Then he collects himself quickly, looks at Geoffrey. But Geoffrey is smiling, watching Sheila, who is not at all abashed.

Sheila (throwing aside menu)
Think I'd better order by ear. Bring me a stack of wheats.

Pierre (smoothly)
Crepes Suzettes for the lady.

Sheila
A stack of wheats for the lady.

CONTINUED:

Geoffrey (grinning)
They serve them sort of folded up here, Sheila.

Sheila
Which - the ladies?

Geoffrey (amused)
The hotcakes.

Sheila (to Pierre)
Okay, fold some up for me.
(as Pierre, still unruffled, exits)
Maybe with a French accent they're not fattening.

Geoffrey
How are they with that five-ton Brooklyn accent?
(as Sheila looks at him quickly)
Where is that man at the wheel tonight?

Sheila
Either his truck broke down or I'm sitting up with a sick friend.

Geoffrey
He isn't a bad-looking lad, your boy friend.

Sheila
Yeah, Gil's a nice hunk of guy ... I get a bang out of him - he gets a bang out of me...
(then impulsively)
You know, I like you. You're kind of a novelty to me.

Geoffrey smiles, picks up champagne bottle.

Geoffrey
Shall we drink to that?

Sheila (indicating her glass)
I've got a lot left.

Geoffrey
Why don't you drink it?

Sheila
What for?

Geoffrey
Well, champagne is said to make you forget your cares - feel happy....

Sheila
I'm happy without it. Besides, I always figure it's more fun to be conscious when you're having a good time.

CONTINUED:

Geoffrey
And you and Gil have good times together?

Sheila
When we're not battling.
(she looks around appreciatively)
You know, a place like this takes all the fight out of me - and after twenty years of developing a left hook.

Geoffrey (studying her)
What are you going to do with the rest of your life?

Sheila (shrugging)
Live it. What else is there to do with it?

Geoffrey
Don't tell me you're the one woman who doesn't think she has talent?

Sheila
Oh, I've got talent, all right - for being good company.

Geoffrey
Ever try to dance, or sing, or read lines?

Sheila
Showing lines is more my racket, I guess. And sing? Say, I couldn't even call a floor without my voice cracking wide open at the seams. Listen!
(illustrating)
Furs, gowns, ladies underwear.....

Geoffrey (cutting in, softly)
And jewelry!
(he reaches into his pocket, puts a diamond bracelet on her plate; she looks down at it; he smiles, watching her)

Sheila (looking down at it)
It looks good enough to eat with a spoon.

Geoffrey (smiling, watching her)
Try it on!

Sheila (still not touching bracelet)
It'll fit.
(she looks at him)
Are you making a pass at me?

Geoffrey
It appears that I am, Sheila.

CONTINUED:

Sheila
A forward pass?

Geoffrey
Very forward.

Sheila continues to look at him for a long moment.

Geoffrey
Well, do I complete it?

Sheila (very softly)
Nobody's blocking you.

She leans across the table, her mouth close to his. He reaches for her, kisses her.

Geoffrey
Sheila...did you get a bang out of that?

Sheila (convincingly)
Oh, sure.
(but her eyes are on the bracelet)
A real big bang.

The dance music, which has been playing softly through SCENE, now SEQUES into "Whispering."

Sandra and Frank pass their table on their way to exit.

Sheila
Leaving? The evening's still a baby.

Sandra
I know, but I've got a lot to do before it grows up.

DISSOLVE TO:

45 INT. FRANZ' ROOM - (SAME NIGHT)

Franz is leaning against the dirty wall, playing a jazz composition on a very cheap violin. OVER SHOT comes sound of opening door. Franz looks up, his fingers tighten on the bow, but he does not stop playing. He finishes with a flourish, bows sardonically as CAMERA ANGLE WIDENS to include Sandra, who has entered, stands looking at him. She has obviously just come from the SCENE with Frank.

Sandra (eagerly)
Franz...

Franz
My dear Sandra...a reserved seat for you.

With elaborate courtesy he indicates a chair. Sandra seats herself, and Franz, with the aplomb of a concert violinist, starts again to play jazz.

Sandra
That's terrible music.
(looking at violin)
And not a very good violin, either.

Franz (ironically)
A fine instrument -- the finest you can have for three dollars....
(he plays)

Sandra
Your hands! What have you done to your hands?

Franz
With the hands I dive for pearls. I am now a washer of dishes in a fast-lunch.
(the jazz is a sardonic undertone)
I begin at the bottom. When I arrive at the top, I will own the fast-lunch.
(as Sandra stares at him, hurt by her reception, he continues to play)
And you will come there to eat and to be merry, and I will see that you have a clean sugar-bowl....It is the least I can do...
(the trivial music underscores his bitterness)
And the least <u>you</u> can do is to bring your successful friend with you.
(as Sandra makes a quick, protesting gesture)
Ah, yes, I am up with the news. I know you have a friend. I have seen you together...

CONTINUED:

Sandra(softly,remembering Frank's words)
...watching from behind corners...hiding in a hallway.

Franz (angrily, putting down violin)
I was not spying on you! I saw you by accident!

Sandra
I didn't mean that! Franz, I came here to -

Franz(harshly, cutting in)
You came here to tell me that I'm so sorry I let you go that I must hide in hallways! That I can't get along without you! You came here to find out if I still have my pride! Well, I have!
(as Sandra looks at him helplessly)
Your successful friend has a wife, hasn't he? A slight obstacle. But if you are wise, and I know you <u>are</u> wise, you can get rid of her -
(lashed to fury)
It is easy to get the divorce of two people in this country. I know. I have inquired.

Sandra turns quietly to the door and out. The sound of her footsteps on the stair come o.s. Franz slowly lifts the violin, starts to play a fragment from the Mozart A-Major concerto. For a few notes the sound is strong and true, then it falters. Franz lowers the violin, stares at it.

CUT TO:

46 EXT. FRANZ' ROOMING HOUSE -

As Sandra, her face troubled, comes down steps. Frank steps toward her, indicates his car, which is waiting at curb.

Sandra
You waited?

Frank (taking her arm)
It's the wolf in me. I'm always on doorsteps.

DISSOLVE TO:

47 INT. CHEAP THEATRICAL BOARDING HOUSE - POP'S ROOM - (DAY)

Pop is playing the introduction to "Shine On Harvest Moon". He is in his shirtsleeves, and Mary is standing near the piano preparing to sing. She looks as if she'd been put through the wringer. She takes hold of herself starts to sing:

Mary (natural, charming delivery)
"Oh, shine on, shine on, harvest moon, up in the sky. I ain't had no lovin' since April, Janurary, June or July...."

CONTINUED:

47 CONTINUED (2)

Pop swivels around on the piano stool.

Pop (in deep disgust)
And you won't have none by Christmas, if you sing it <u>that</u> way!
(then more kindly)
Look, honey, you don't want to be in a chorus all your life. Right? You want your name in six-foot lights. Right? Then you gotta give out till it <u>hurts</u>.

Mary (with spirit)
But Pop, you gotta think of people's eardrums, don't you?

Pop (patiently)
It's about time you and me do a little arithmetic, I guess. How old are you?

Mary (surprised)
Sixteen - only when we travel on trains you try to shade it.

Pop
And how long you been in show-business?

Mary
Counting time out for school - maybe ten years.

Pop
Right. Now, how old am I?

Mary
Forty-two.

Pop
It's okay, nobody's listening. So how old am I?

Mary
Fifty-five.

Pop
And how long have <u>I</u> been in show-business?

Mary
Fifty-five years.

Pop (poking finger at her)
How many times does ten go into fifty-five?

Mary
Five and five over.

Pop
That prove anything?

CONTINUED:

Mary
That you're more'n five times as smart about show-business.

Pop (gently reproving)
I shouldn't ought to have to point out such things to you, honey.
(with genuine dignity)
And it ain't only the years. Some people are born knowing how to entertain people. I don't need an audience to tell me I'm right - and I'm never surprised when they do. Pleased, maybe, but not surprised.
(then, with iron in his voice)
So when I tell you to peddle a song - peddle it! Throw it right out over the footlights and into their laps - and then don't let it lay there limp, either.

Mary
All right, Pop - let's see how far I can throw it.

Pop turns again to piano, plays introduction.

Mary (singing, a little more steam this time)
"Shine on, shine on, harvest moon, up in the sky..."

Pop (stops playing, turns to her patiently)
Listen, baby....
(he looks away from her, into space - out across the years of audiences he has known)
They're out there - the audience. They're waiting for you. Waiting for you to take them. An audience is like some big animal... You can't see it, on account of the lights - but you know it's out there in front of you... You can feel it, moving and coughing, hungry for something to make it forget itself... hungry for you, if you've got what it wants. And if you have, you can feel it warming up a little, then starting to root for you, then rooting you in...
(he starts to sing, with the gestures, his arms imploring the ceiling, his head jerking from side to side like an impassioned marionette)
"Oh, shine on, shine on, harvest moon...."
(interrupting himself)
See me sock it across? I'm going after 'em now...
(singing)
"Up in the sky..."
(aside again)
They're makin' up their minds about me now... I'm getting 'em...

CONTINUED (4)

Pop (continuing)
(singing)
"I ain't had no lovin', since April, January, June or July...."
(aside again)
And I got 'em - right in my pocket!
(mopping his brow)
See what I mean, baby? I give all I got.

Mary (dubiously)
But isn't that a little too much, Pop?
(then quickly - contritely)
Okay - here goes with all I've got.

He pats her approvingly, turns again to piano, bats out the opening. Mary now abandons her own style, tries to imitate her father as faithfully as possible.

Mary (with gestures)
"Shine on, shine on, harvest moon....."

Pop (with her now"
That's it - go after 'em...

Mary (the stops out)
"Up in the sky...."

Pop
Now - get 'em!

Mary ("getting" them)
"I ain't had no lovin', since April, January, June or July...."

CUT TO:

48 INT. HALLWAY -

Mickey enters from street, starts for Mary's door, carrying a small box of candy. As Mary's voice comes OVER SHOT, Mickey reacts in surprised admiration. Sandra, in street clothes, comes down steps from upper floor. She looks unhappy.

Mickey
Listen to the kid sling her larnix around!

Sandra, also impressed, listens.

INT. POP'S ROOM

Mary finishes the song with a sob and a corny gesture in the best Pop tradition.

Pop
Your own dear mother couldn't have done it better - without your own dear father.

Mickey bursts in, applauding violently. Sandra follows.

Sandra
Mary, you're good!

Mickey (presenting candy)
Good! You're terrific!

Mary (tickled)
Gosh, I've got a public!
(she puts candy on table)

Pop (taking all bows)
If you'd seen us sell that one, you'd really buy it.

Mickey
Why should we buy when Ziggy's in the market?

Pop
A market on wheels! He runs like a mechanical rabbit when I show up.

Sheila's Voice (from door)
Well, I'm a stream-lined whippet - who do you want to catch?

CAMERA ANGLE WIDENS to include Sheila as she enters, swinging a magnificent silver-fox.

Mickey
Hello, sis! Listen, I just discovered that Mary's got the best blues voice in captivity! You got to get her to Ziggy! You can do it! You can do anything!

Sheila
Well, not anything, but I'll do my best - and my best is pretty good.
(looking around room)
Where'd you people ever find this dump - under a rock somewhere?

Sandra
It's cheap, and it's near our work.

Sheila takes a piece of candy, hesitates, then pops it into her mouth.

CONTINUED:

Sheila
Oh, well, I won't eat any dinner tonight - unless somebody shoves a planked steak in front of me.
(casually)
Say, Sandra, will you help me pick out an apartment? I'd probably wind up with something pretty awful - you know, with too many ruffles on it!!!

Mickey (hurt)
If you're worried about ruffles, what's the matter with Flatbush?

There is an embarrassed pause. Pop leaps into the breach.

Pop (to Mary and Mickey)
Come on, kids - I'll buy you a soda. Dutch treat.
(he herds kids toward door.)

Mickey (at Sheila)
Make mine a cone. There's too many ruffles on a soda.

Mary (as they go)
We'll be right back.

As they exit, Sheila turns to Sandra, who is watching her.

Sheila (defiantly)
Well, Geoffrey says I ought to be near my work, too.

Sandra
I only met Gil once, but I liked him.

Sheila (defensively)
What's so smart about what you're doing?

Sandra
I'm not trying to be smart.

Sheila (trying to divert attack)
With every guy in town sitting up on his hind legs and barking, you pick one out that sings for his supper!

Sandra
I made my pick before I ever met Frank. You forget I've got a husband.

Sheila
How could I forget it? You won't let anybody forget it - except maybe the guy you married. How come he's so absent-minded?

49 CONTINUED (3)

Sheila (continuing)
(then contrite)
Ah, honey, I'm sorry. I'm always popping off. I only meant you're not going to get anywhere with that tenor. He's singing strictly falsetto. Why do you think he keeps a wife around? Because wives are handy! I don't want the guy to put anything over on you.

Sandra
It's easy to handle a man -- if you're not in love with him.

Sheila (impatiently)
Love-schmove! There's that word again!
(she looks out of the window; then, regretfully)
Gee, Sandra, why can't the men you want have the things you want?

There is a knock on the door. It opens, a chauffeur in a very smart livery appears.

Chauffeur
Mr. Collis' car is waiting, Madame.

Sheila and Sandra look earnestly at each other. Sheila slings the silver-fox around her shoulders and moves slowly toward the door.

DISSOLVE TO:

50 INT. SPEAKEASY - (NIGHT)

An elderly playboy, escorting a luscious young thing, is reading aloud to his companion.

Playboy
"...and what little red-head has set a new world's record for the standing broad-jump from Flatbush to Park Avenue?"
(exploding)
It's an outrage! Everybody knows this means Geoffrey Collis and that Follies girl!

Girl
For heaven's sake, honeyboy, who's writing such awful scandal!

Playboy
Somebody who signs himself "W.W."
(near apoplexy)
"W.W." Who is it?

CONTINUED:

50 CONTINUED (2)

Girl (brightly)
Woodrow Wilson, honeyboy?

Playboy
He's dead.

Girl (sadly)
Gee, that's awful!

Playboy
A man's double-life won't be his own anymore!
(then, starting, looking around)
Let's get out of here!

He hustles her toward door.

DISSOLVE TO:

51 INT. OFFICE TRUCK GARAGE - (DAY)

AS CAMERA MOVES ALONG office walls which are decorated with pictures of Sheila and other Follies girls in various stages of undress. CAMERA PAUSES on last and raciest picture of Sheila as a hand tacks it to wall. CAMERA PULLS BACK to reveal office of truck-garage. Through a glass partition is visible the busy garage outside. (TRANSPARENCY)

Several truck-drivers who are checking in or out are looking at the collection of Ziegfeldians, concentrating on Sheila's picture, which has just been hung by Buck, one of the drivers.

Gil enters. His attention is caught by group in front of pictures.

Buck (as another driver reaches out to touch Sheila's picture)
These dames have been glorified. You can look but mustn't touch. We ain't got the price of admission.

Gil (indicating pictures)
Take 'em down, Buck!

Buck (grinning)
What for? I thought you liked 'em - one of 'em anyhow.

Gil
Take 'em down, or I'll take you down!

Another Driver (from b.g.)
Why sock the guy that's just been playin' around with the picture?

CONTINUED:

51 CONTINUED (2)

Gil, seeing red, whirls, socks the other driver. The driver goes down.

Gil (glaring at rest)
Anybody else got an eye for pictures?

Buck
I'm an art critic.

As he and Gil start to mix, the other drivers close in joyously. The battle begins.

52 INT. SHEILA'S SWANK PARK AVENUE APARTMENT - BEDROOM -(AFTERNOON)

The curtains are drawn. Sheila, in a very fancy nightgown, is asleep in a luxurious, canopied bed. The furnishings of the room are lush, but beautiful. The door opens, and Annie, Sheila's maid, enters. Annie is a wise old party who has seen a dozen Sheilas come and go in a dozen such bedrooms.

She goes to dressing-table, picks up a perfume-atomizer, and crosses to bed. Instead of calling to Sheila, she squirts perfume in a business-like fashion across the sleeping girl's face. Sheila comes awake. She smiles, snuggles luxuriously down into bed.

Sheila (sniffing perfume)
Ummmmm.....

Annie
Screwiest way of getting yourself waked up I ever saw. By a fancy smell!

Sheila
Not if you've been used to the 7:10 garbage wagon.
(she yawns, stretches)
What's new?

Annie
Nothing much - excepting your family's coming home from Yellowstone Park next week. They liked the bears, but they didn't like the geezers (geysers).

Sheila (sitting bolt upright)
How do you know? Been working your ouija board again?

Annie
You got a telegram from your mother this morning.

CONTINUED:

52 CONTINUED (2)

Sheila
And you read it?

Annie
Just casually glanced a little.
(as Sheila grins)
That trip sure must have cost you a wad of money.
(she holds a robe for Sheila)

Sheila (getting out of bed)
What's money for? And whose money was it?

The doorbell rings o.s.

Annie (going to answer bell)
Yours, honey.

53 FOYER -

As Annie opens door, and Gil, one eyes swelling slightly, brushes past her.

Annie
Hey - deliveries in the rear.

Gill
I'm not delivering. I'm collecting.

He strides toward bedroom door.

54 INT. BEDROOM

Sheila is at dressing table. She turns as Gil enters.

Sheila
Gil!

Gil
Yeah. Imagine seeing me here!

Sheila tries a smile; he does not respond. She pulls herself together.

Sheila (indicating his eye)
Where'd you get that? Walk into a door someplace else without knocking?

Gil
No. That's a going-away present from a pal.

Sheila watches him as he glances around the room.

CONTINUED:

Sheila (beating him to it)
Nice place you've got here.

Gil
Some people might like it! Mick gave me your address.

Sheila
Took you long enough to use it -

Gil
I thought maybe I wouldn't have to.

Sheila (turning to mirror)
How is Mick?

Gil (bitingly)
Fine. Those music-lessons are sure taking your place with him. Just like the maid you hired for your Ma and the extra dough you slip to your old man.
(as Sheila frowns, he moves closer)
I guess Mick and me are two of a kind. The dumb kind.
(he pulls a paper out of his pocket)
And here's something that proves it.
(Sheila turns, looks at paper)
Wedding license, remember?

Sheila (taken aback)
Aw, Gil.

Gil (looking at paper)
I wasn't so sure about exactly how old you are, but I put down over the age of consent.
(looking around again; can't resist the crack)
Guess you are, all right.

Sheila (banging down hairbrush)
Are you make a crack?

Gil (chin out)
If the shoe fits - put it on.

Sheila
I'm getting tired of playing Cinderella.

Gil (picking up a bracelet that has fallen to floor)
People that wear glass slippers shouldn't walk on rocks.
(then, more quietly)
Look, Red, Suppose I was to say I've developed a blind spot. Suppose I'm not seeing any of this -
(he waves at room)

CONTINUED:

Ziegfeld Girl, Adds, 9/13/40

54 CONTINUED (3)

Gil (continued)
We're not here - not on the level. We're in Coney Island, that night we met. Remember? And there's a pretty good moon, and you let me kiss you after only slapping me twice....

Sheila (caught up for the moment)
Three times...

Gil (big about it)
Okay - three. And then I tell you that you'll do for me, and you tell me that I'll do for you -

Sheila
But this isn't Coney Island, Gil.

Gil
Let's make out like it is.
(he puts a hand on her shoulder)
Now is it Coney Island, Red?

She draws away from him, fighting the physical pull he always has for her.

Sheila
It's still Park Avenue.
(she rises suddenly)
Come here, Gil. I want to show you something. I want to show you why it's Park Avenue - why it's different from any place I've ever been...

She moves across room to wardrobe. Gil follows her.

55 CLOSE SHOT - AT WARDROBE

Sheila throws it open, displays contents.

Sheila (indicating row upon row of shoes)
Take a look, Gil. I never even have to have the heels fixed any more.
(touching a smart dress)
And dresses - I mean frocks. They get dirty - I throw 'em away. And lookit here!

Then: displaying several fur coats, fingers lingering on soft pelts. Gil watches her. He does not move, but the muscles of his face tighten as if under physical punishment.

Sheila (continuing)
Remember how I saved and scrimped for that genuine wolf collar, and then it smelled like a dog when it got wet?
(she drops one of coats, smiles)
Now I can walk on fur if I want.

CONTINUED:

Gil (coldly - flatly)
But not on me, baby - I'm no rug. And I don't come wrapped up in no mink coat, either.

He turns, strides to the door and out. Sheila stares after him, lips trembling childishly. Suddenly, impulsively she turns to follow him, trips on the fur coat at her feet. She stumbles, almost falls as the door opens and Annie enters.

Sheila
Annie - did he go?

Annie (nodding)
Fast. And I hope far. If he's a gent, then I'll never get a seat in the subway.
(looking at Sheila)
What's the matter?

Sheila (head high)
Do I look like anything's the matter?

Annie
You look sunk.

Sheila sits down in front of dressing table.

Sheila
He'd like to think I'm sunk-- without a trace.

Annie
You better come up to the surface. Mister Jeff's coming over pretty soon.

Sheila (wearily)
I know.

Annie
And Mister Jeff likes you full of zip.

She gives Sheila a professional look, moves to a cabinet, takes out brandy, glass.

Sheila (hardly noticing)
Annie, what goes on with life, anyway? Why does it get all messed up?

Annie
Life don't - people does.
(she holds out stiff drink)
Neat - but not gaudy.

Sheila
You know I don't like that stuff. Tastes like cough-syrup.

CONTINUED:

55 CONTINUED (3)

Annie
Old Four Star's good for what ails you.

Sheila shrugs, takes brandy, tosses it off.

Sheila
What is it ails me, Annie?

Annie
You've got two guys and one address. And it never works out.

Sheila (as brandy warms her)
A couple more of those and I'll forget where I live.

She shakes her head. There is just the beginning of an old Sheila grin as the brandy takes hold.

DISSOLVE TO:

56 FULL SHOT - SPEAKEASY

Typical cheap gin-mill of the Twenties. CAMERA PICKS UP Gil, his eye now definitely swollen, as he moves away from bar, passes two men sitting nearby. One of them is Tony Capalini, a well-dressed man of about fifty; the other his stooge, Pete.

Tony
Hi, there, Gil.

Gil stops, recognizes him.

Gil
Oh, hello, Tony. What you doing so far from Brooklyn?

Tony
Who's Brooklyn?
(indicating chair)
Have a drink.

Gil
I had a drink.

Tony
Have another.

Gil
Had another.

Tony
Okay, then sit down and straighten your halo.
(pushing chair out)
I been wanting to get next to a good, pure truckdriver.

CONTINUED:

Gil (sitting)
Ex-truck.

Tony
Bounced?

Gil
Yeah.
(he indicates his eye)
I got this when I hit the ceiling.

Tony motions to waiter to serve Gil.

Tony (almost dreamily)
I got a truck that ain't been unwrapped yet. I got a whole fleet of trucks.

Gil
Yeah, I heard about 'em - and I also heard what they haul.

Tony
Those loads pay off.

Gil
With a bullet in the belly.

The waiter sets his drink before him. Whiskey - neat.

Tony
Got a tender belly?

Gil (gulping drink)
If I can handle this, what can a bullet do to my belly?

Tony
What'd you get for wheeling your truck?

Gil
Twenty-five - counting the raise I was going to get.

Tony
Twenty-five a day?

Gil
A week.

Tony
How would you like to collect four hundred and fifty frogskins?

Gil
I'm not signing any long-term contracts.

Tony
I'm not offering any. Four hundred and fifty fish is for one week.

56 CONTINUED (3)

Gil (giving him a look)
For wheeling a truck?

Tony
That and other things. There's dough in bootlegging, kid -- and there'll be more. It's the infant industry but it's gonna grow up and vote - fast.
(he makes as if to rise)
Of course if I'm borin' you --

Gil (thoughtfully - putting out a han to detain him)
If my mouth's wide open - it's not because I'm yawning --
(as Tony grins, sinks back in his seat)
Yeah...sit down, Tony. I got a special use for some dough.

FADE OUT.

57 FADE IN:
INT. BACKSTAGE - NEW AMSTERDAM THEATRE - (DAY)

Four or five months later. Winter. Blowy, snowy day outside. Al, the vaudevillian, in a derby hat, loud overcoat and heavy ulster, is leaning against a prop, evidently waiting for someone. OVER SHOT comes sound of dance music and rehearsals. Al brightens as Mary and Pop enter, brushing snow from their coats and stamping feet. Pop is carrying Mary's music portfolio and is the soul of confidence. Mary looks harried and apprehensive.

Pop (heartily)
Hello, Al. Howsit?

Al
Hiya, folks. Terrific... Listen, Joe - I got a song-and-dance routine that's money in the mattress. But I gotta have a classy partner to book it. So who did I think of?

Pop (considering)
Me -- naturally.

Mary (nervous, but cordial)
How about Mabel?

Al
I'm getting tired of Mabel. She don't wear well.

Mabel (from inside Al's coat)
That's it, you heel, take the best years of a girl's life.
(she pops her head out)

CONTINUED (2)

Al
Shut up! -- Us men is talking business.
(he shoves Mabel back under his coat)
So, Joe, I figured you might be fed up with hanging around this clambake --

Pop
Well, Al, it's like this -- I'm working my head to the bone grooming Mary. We got a big fish frying. Due inside right now for an audition. Ned Wayburn.

Mary (jittering)
Look, Pop. Maybe we <u>better</u> go with Al.
(almost weeping with funk)
My knees are knocking together like castanets.

Pop
So what? If they get too loud you go into a Spanish dance.

Mary
You wouldn't want me to do a Brodie right on my face, would you?

Pop (sternly)
Not if it wasn't in the song.

Sheila and Sandra hurry up.

Sandra
Mr. Wayburn is waiting, Mary. And he doesn't look like he'll wait long.

Mary (panicky)
But I can't. I can't sing.

Sheila
You've got to! We've got it all fixed.

Mary (hoarsely)
Listen: A-a-a--ah!
(in despair)
My throat's closed up!

Sheila
Come on, or I'll close an eye for you.
(the girls grab Mary and hustle her toward stage. Mary is nearly out with fright)
And quit acting like this is the last mile, baby.

Sandra
It's the <u>first</u> mile.

Pop (calling after them)
Remember, Mary, bigger and louder does it!

CAMERA FOLLOWS girls for a few steps. Stage hands are putting big stickers on bags and trunks which read: "ZIEGFELD FOLLIES
PALM BEACH"

58 MOVING SHOT - POP AND AL

Pop
(as they follow others)
Great performer, my kid. She makes me proud. It's like looking into a mirror.

59 STAGE - FULL SHOT

As the orchestra finishes a dance number. The dancing girls, in practice clothes are winding up a routine. The musicians in the pit are in their shirtsleeves. Scattered about the stage are the showgirls, Patsy, and others. Sage lounges in a corner. Sandra and Sheila appear, practically dragging Mary. Pop and Al are right behind them.

60 MED. SHOT - WAYBURN AND GIRLS

As dance finishes.

Wayburn
That's it, girls, and that's the way it'd better be tonight!
(waving girls aside)
Now, where's the kid who's going to sing?

Pop (pushing Mary forward)
Here's the kid who's going to lay you in the aisle.

Wayburn (giving him a look)
I'll try to keep my feet under me.

Sage (from the shadows)
He's like a cat that way.

Sandra and Sheila pat Mary reassuringly, ease back into wings. Pop approaches piano, sailing his hat to a resting-place, waving the regular piano-player away.

Pop
Give me room, pal.
(to Mary)
And you give 'em what we've got.

Weyburn (to all on stage)
Gather around, everybody. Let's be the audience for a change.

Girls laugh and group around.

CONTINUED:

60 CONTINUED (2)

Mary (to Wayburn)
L-look, Mr. Wayburn. I don't feel so good. Maybe some other time, huh?

Wayburn (nicely, to Mary)
If we don't get it first crack, kid, we'll try, try again.

Pop
Once is more than we need.

61 CLOSE SHOT - POP AND MARY

Mary moves closer to piano, clutching it as if for comfort.

Pop (sotto voce)
Remember - hook 'em right in the gills!

Mary nods weakly.

62 CLOSE SHOT - WINGS -

Mickey comes rushing in, sees that Mary is about to sing. He relaxes confidently against a flat to listen.

63 FULL SHOT -

Mary faces audience. Pop starts to play "SHINE ON, HARVEST MOON". Mary starts to sing, just as Pop has taught her. The results are harrowing. And she knows it. She fans the air violently with her arms, she lifts her voice in a desolate plea that she "ain't had no lovin' since April, January, June or July". The gestures and face contortions nullify the telling quality of her voice.

64 QUICK PAN SHOT - GIRLS LISTENING

Staring, uncomfortable - then shrugging and beginning to giggle.

65 CLOSE SHOT - SANDRA AND SHEILA

They exchange a sunk look.

66 CLOSE SHOT - MICKEY

His mouth ajar with horror. He slowly turns, faces flat, shivering.

67 MED. SHOT - STAGE

Wayburn (shouting suddenly)
Hold it!

Mary stops. Pop swings around.

Pop
We ain't signing anything till we see our lawyer.

Wayburn
Listen, I ought to see my lawyer.
(then, to Mary, more kindly)
Don't you know they quit beating a song to death ten years ago?

68 CLOSEUP - POP

As he takes it. He does not flinch. He glares.

Pop
Another intellectual, huh?

69 CLOSE SHOT - MARY

Heartbroken, shamed for both herself and Pop. CAMERA ANGLE WIDENS to include Pop at piano as Wayburn enters to them. Pop is about ready to explode. Mary puts a quick hand on his arm.

Wayburn
Won't do, honey. Won't do. You don't slug an audience from the front nowadays; you kind of sneak up on it.

Sage
Try it once over lightly, honey.

Mary (suddenly)
Play, Pop.

Pop nods, starts to play again in his usual flamboyant manner, smiling at her confidently. Mary gives him a long, pleading look - a look that begs forgiveness. She starts to sing - her way. As Pop hears the first notes he stiffens. He gives her one betrayed look, but, because he is a trouper, his playing does not falter; rather he quickly accomodates the tempo to Mary's style. But as he plays, his face is set, hurt. Mary, fully conscious of how he is reacting, sings with great feeling and tenderness - her eyes full of tears...her beautiful voice coming through triumphantly. She is singing to Pop - to his stern profile, his back.

9-14-40

70 FULL SHOT - GIRLS

Reaction of song on Ziegfeld girls is apparent. They like it - they are moved by it - they are, suddenly, with Mary. Sheila and Sandra, who have been disappointed and appalled, now are beaming.

71 CLOSE SHOT - WAYBURN

He is listening. His face is impassive. Sage sidles in to him, looking smug.

72 FULL SHOT - STAGE

As Mary sings, putting it over, without corn.

73 CLOSE SHOT - MICKEY

He slowly turns away from flat, his mouth still open -- but now in sheer delight.

74 WAYBURN AND SAGE

Wayburn (to Sage)
Get Ziegfeld, will you, kid? I've found something worth listening to - for a change.

Sage (starting off)
You've found!

ANGLE WIDENS as he passes Mickey.

Mickey (to Sage)
Who's found?

75 FULL SHOT -

Wayburn waves to orchestra to pick up the refrain, and Mary finishes her song with full orchestral accompaniment. As the orchestra picks up song, Pop stops playing. He sits very quietly for a moment, then picks up his music and walks swiftly toward the wings.

Mary, her eyes following Pop, her eyes panicky, finishes her song to terrific applause. She starts after Pop, but is blocked by Sandra, Sheila, Mickey and the rest of the girls, who rush in, ad libbing congratulations.

Wayburn (approaching)
Great stuff, kid, after you hoed the corn.

CONTINUED:

Mary (trying to break through well-wishers)
Thanks. Thanks a lot...
(calling)
Pop! Wait for me!

She breaks away, runs after Pop. Mickey follows her.

DISSOLVE TO:

76 INT. POP'S BOARDING HOUSE - PARLOR

Pop, overcoat on, hat in hand, bag at his feet, stands looking at Mary. She is unhappy and distressed, but for the first time there is a definite clash of wills between them.

Mary
Pop, I'm sorry. I'm awful sorry, but -

Pop (not angry)
Why? You just made a choice, that's all.

Mary
And it worked. I got the job. At least, a chance to get it.

Pop
Question is -- will the customers let you keep it?
(he picks up bag)
You walked out on me today, baby.

Mary (pleadingly)
But you heard what Mr. Wayburn said. There wasn't anything else I could do.
(with pride in spite of her distress)
Gee, I saved our bacon.

Pop
And you can eat it.
(he sets his jaw)
This Wayburn's a flash in the pan. There ain't nothing solid about his technique. He's all wrong.

Mary (hand on his coat)
Wrong for you, maybe, Pop - and right for me, maybe?

Pop (unbendingly, putting on hat)
Al and me'll be panicking 'em in Detroit and points West, honey.

Mary
Take me along, Pop - I don't care enough about this job.

CONTINUED:

Pop
Ah, yes you do. You got it your own way, and that's how you'll lose it - so when you need it, we'll try and make a place in the act for you!
(then fiercely, as her eyes mist up)
And I'm on the level. This ain't no big renunciation scene. Get that!
(we realize that Pop is, strangely enough, on the level)

Mary (a wail)
Oh, Pop!

Pop (barking at her now)
And don't try any second-act-curtain chest-heaving to keep me, either.
(he holds her close for a minute, then releases her, almost roughly)
I don't worry about leaving you here like this -- because you ain't an ordinary kid -
(he claps his hat on his head)
And that's because I ain't no ordinary father.

He exits. Mary looks after him for a minute, her lips trembling. Then she rushes to window to look after him.

77 CLOSE SHOT - MARY AT WINDOW

Crying dismally now. She blows her breath against window so she can see out, presses her face to the pane. OVER SHOT COMES SOUND of door opening. Mickey enters to Mary. He looks at her sympathetically, holds out his handkerchief.

Mickey
Blow, honey.
(as she uses handkerchief)
What you got to cry about? By the time you get back from Palm Beach, Pop'll be home and you'll be laughing

Mary (wistfully)
Think so, Mickey?

Mickey
Sure.
(then trying to divert her)
Say, do you think you could keep an eye on Sheila down there in Florida? She kind of needs someone like you around.

Mary (now consoling him)
Don't worry, Mick, every time I think of you, I'll be looking after Sheila, and that means I'll be looking after her a lot.

DISSOLVE TO:

Zieg-
feld
Girl,
Adds,
9/13/40

78 **OUT.**

79 FULL SHOT - MOONLIT BEACH IN MIAMI

The sound of dance-music comes o.s. from a hotel on the ocean-front. Patsy and several other Ziegfeld girls are having a plunge in the surf; their wet bathing-suits glisten in the moonlight.

80 CLOSEUP - SANDRA

Sitting in the sand, apart from the others - in evening clothes. She writes with her finger in the sand: "F-R-A-N-", then studies the unfinished name. During this action, the violin in the hotel orchestra rises until it becomes a solo part. CAMERA ANGLE WIDENS as Frank, also in evening dress, enters to her, looks down at the incomplete name in the sand.

Frank
It seems the lady is having trouble with the language again.
(Sandra smiles enigmatically as he sits beside her)
I give lessons, you know...You finish the word like this -
(in a separate place in the sand, he draws the letter "K")

Sandra (dubiously)
Funny - they taught me to finish it <u>this</u> way -
(she draws a "Z" under his "K")

<u>NOTE: During the rest of this SCENE, the unfinished name, "F-R-A-N--" is featured in every SHOT.</u>

Frank
You probably drove your teachers crazy.

Sandra
With my spelling?

Frank
With your spell-<u>binding</u>.
(he reaches for her hand; she sits very still)
You've got to make up my mind, Sandra. You've got to tell me whether I'm sitting or standing, crawling or flying....

CONTINUED:

80 CONTINUED (2)

Sandra (smiling - ruefully)
Must I worry about <u>your</u> mind? I'm having enough trouble with my own.

Frank (quickly)
I'm glad to hear it.
(he draws closer to her)

Sandra (pensively, teasing him)
Sometimes I think I'll <u>never</u> learn to spell.

Frank (studying her)
You're a smart girl, Sandra.

Sandra leans forward, puts one forefinger on the "K", and the other on the "Z".

Sandra
Evidently you both know me - from "K" to "Z".
(a little bitterly)
You agree that I am smart.
(challengingly)
<u>Why</u> am I smart?

Frank looks at her as if about to give reasons. Instead, he shrugs helplessly.

Frank (his voice husky)
I'm having a little trouble with the language myself.
(he reaches out for her, sweeps her into his arms. He kisses her, and she responds. He indicates the unfinished name, and speaks almost in a whisper)
Write it for me...

Sandra (in his arms, softly)
A smart girl never puts anything in writing...

CAMERA PANS AWAY FROM them to:

81 CLOSE SHOT - THE UNFINISHED NAME:

"F-R-A-N- "

DISSOLVE TO:

82 INT. HOTEL DRESSING ROOM -

Sheila is sitting in a mirrored cubicle, carefully making up her face to go to the Casino. A bottle of champagne and a filled glass stand at her elbow. She is listening to Mary, who is reading a letter.

CONTINUED:

82 CONTINUED (2)

Mary
"Last week we broke the house-record in Omaha..."
(dismally)
They probably established a new all-time-low.

Sheila (lifting glass in toast)
To Pop and Joe - and a coat of shellac for Mable.

She drinks, goes back to her makeup.

Mary (reading)
"The old gags are better than ever, and have got the customers standing in the aisles..."
(dolefully)
Yeah - walking in their sleep.

Sheila (drinking again)
To the old gags - long may they wave.

Mary (troubled)
When Pop sounds cheerful, that's the time to fret. He's going to prove he's a success if he starves doing it. If I could just make good...

Sheila
To Pop, Joe, Mabel and Mary.

Mary (snatching Sheila's glass)
I can't stand to fret about you, too.
(as she dumps drink into potted plant nearby, she speaks to the plant)
I apologize to your liver.
(then to Sheila)
Gosh, Sheila, you got to keep your head if you want to get any place.

Sheila
My head's the one thing I have kept.
(she chucks Mary under the chin)
And it's got me just where I want to get.
(she adjusts her hat. The dressing-gown she is wearing looks like an evening gown, and she appears to be ready to go out. Instead, she walks toward a bath that is filled with suds)
So, now, if you'll pardon me, I'll launch myself.

As Mary stares, Sheila blithely gets into tub with hat on and make-up perfect; submerges in the sudsy water, letting her dressing-gown drop beside the tub.

(NOTE: THE BATH GAG IS ONE FANNIE BRICE TELLS ABOUT A FAMOUS SHOW-GIRL)

CONTINUED:

O.S. comes sound of doorbell. Mary goes to answer it, CAMERA FOLLOWING HER to sitting-room. She opens the door to Geoffrey.

Mary
This is Annie's night off - I'm pinch-hitting for her.

Geoffrey (who obviously likes her)
How are you, Mary?

Mary looks him over; her face goes thoughtful - and determined.

Mary (suddenly bright and smiling)
Fine.
(she takes his hat, waves him to a chair)
Sheila'll be ready in a minute.
(looking at him calculatingly)
Could I get you a drink or something?

Geoffrey (taking out cigarette case)
No, thanks.

Mary (leaping to light cigarette)
Let me!
(anxiously)
Wouldn't you rather have the chair with the pillows?

Geoffrey (puzzled by attention)
This is fine.

Mary
You're sure you're comfortable?
(as Geoffrey nods)
That's good.
(Geoffrey gives her a long look; she takes a deep breath, then plunges ahead)
You know something? Sheila's a swell girl.

Geoffrey (trying to figure her out)
I know.

Mary
She's got a heart of gold.

Geoffrey
And I'm still on the gold-standard.

Mary
She's awfully good to her mother. Takes care of her whole family.
(as Geoffrey nods she smiles, delighted with her progress but stepping warily)
Of course, she's not so good at taking care of herself -
(Geoffrey looks at her opaquely; she finishes a little lamely)
Is she?

CONTINUED:

82 CONTINUED (4)

Geoffrey (enigmatically)
Isn't she?

Mary
Well, I always thought Sheila kind of needed someone to take care of her....
(almost bogging down)
I don't just mean buying pretty things for her, but really taking care of her...

She looks at him hopefully. His eyes impassive, he leans back in his chair, takes a drag on his cigarette. There is a long pause. Mary sighs. Then she pulls herself together, turns a sudden, dazzling smile on him.

Mary
I was just thinking to myself. You're a nice man, Mr. Collis - an awfully nice man.

Geoffrey (grinning)
We see eye-to-eye on that.

Mary
Probably one of the nicest men I've ever met.
(as Geoffrey bows)
And it's certainly very rare, isn't it?

Geoffrey
A nice man?

Mary
Well, no - I mean for such a nice man to meet such a nice girl - like you and Sheila, I mean. It makes me happy just to know that it can happen.

Geoffrey
It's made me rather happy, too.

Mary (her voice a funeral dirge)
And it'll be pretty sad, won't it?

Geoffrey
What?

Mary
Well, when two such nice people - like you and Sheila - just sort of drift apart - like people do.

Geoffrey
That's life, Mary.

Mary
It doesn't have to be. There's a way to stop people from drifting apart.

Geoffrey
How? I never thought there was, really.

CONTINUED:

Mary (seeing opening at last)
At least there's something that holds people together long enough for 'em to take a second guess in case they think they want to break up.

Geoffrey (outwardly serious)
Something new they've discovered?

Mary
Not exactly new - people have been doing it for a long time. Getting married, I mean -

She stops, scared stiff now that it's out. Geoffrey laughs long and loud.

Mary (offended)
What's so funny? Pop says there's nothing funny about a marriage - ask the man who owns one.

Geoffrey
You're a very sweet child, Mary. You'd make a wonderful father-in-law.
(ceremoniously)
I've examined my intentions toward Sheila, and strangely enough, I find them to be perfectly honorable.

Mary (delighted, but ready to take offense for Sheila)
What do you mean "strangely enough"?

Geoffrey (slowly)
I mean, strangely enough, I see Sheila's true value, too, Mary. Strangely enough, I know that beneath that funny, flip shell she wears, she's loyal and straight. I'll be a lucky man if she accepts me.

Mary (ecstatically)
You mean you're proposing? Marriage?

Geoffrey (nodding)
What do you think about asking her tonight?

Mary (closing her eyes)
I can't think - I'm too happy.
(opens her eyes, grins at him)
Do you mind if I say this is so sudden?

Geoffrey (holding out his hand)
I don't think I'd mind anything you say, Mary.

As Mary, her eyes starry, takes his hand, shakes it fervently -

DISSOLVE TO:

83 INT. CASINO - PALM BEACH

A crowded gambling room. Sage walks fussily toward a table where Patsy and a couple of other Ziegfeld girls are sitting.

Sage
Hello, lucky, girls. Your show went great tonight. Your success touched me deeply.

Patsy (shoving check toward him)
Touch you as deep as your pocketbook?

Sage (shoving check back)
Don't practice on me. I'm just a poor press-agent.

Patsy
Agreed. You haven't had my name in the papers for a week.

Sage
Not my fault, honeybunch. Remember the rule - only the news that's fit to print.

Patsy (looking o.s.)
Anything wrong with printing my betrothal announcement?

The others follow direction of her glance.

84 MED. SHOT - FROM THEIR ANGLE

Jimmy Walters is sitting at a table, tipping a waiter lavishly from a huge roll of bills. Jimmy is well-dressed, but even the cut of his smart clothes can't conceal the bulk of his body, and his broken nose and couliflower ear indicate his profession.

84-X1 PATSY'S TABLE

Show-Girl (raising an eyebrow)
Well, really, Patsy! A prizefighter!

Patsy (eyeing bankroll)
There's nothing like a nice fat bankroll to make me feel democratic.

Sage (also looking, with awe)
He's got a cud that would choke a cow.

Patsy
I take that as a personal challenge.

The girls laugh out loud.

CONTINUED:

84-X1 CONTINUED (2)

Sage
Shut your lovely mouths, ladies, the Boss wants you to watch it. The blue-blooded blue-noses around here are plenty annoyed already.

Patsy (sniffing)
Those frozen assets.
(she rises, starts for Jimmy)
Excuse me. I got a little sparring to do.

84-X2 CLOSE SHOT - JIMMY

He is looking o.s. CAMERA PANS to what he sees:

84-X3 SHEILA AT CRAP TABLE

She is being paid off, as she shakes dice to roll again. Onlookers and players are crowding around. Standing beside Sheila is Geoffrey, watching her indulgently. Sandra and Frank enter SHOT.

Sheila (waving to Sandra)
Why pay admission when you can get in on a pass? I just made seven of 'em.
(then, to dice)
Come on, my little sugar-cubes. Baby's got shoes, but she still needs laces.

Geoffrey
You won't make it. The percentage is against you.

Sheila
Never got that far in arithmetic. How about a side bet?

Geoffrey (putting bills on table)
A hundred, if you like?

Again Sheila throws the dice. It is a seven.

Sheila (reaching for winnings)
I like.

85 JIMMY WALTER'S TABLE - (NEARBY)

Jimmy and Patsy. She is giving him the works.

Patsy (best ga-ga manner)
Go on, let's talk about you some more.

Jimmy (absently, eyes on Sheila)
Know how much cash I won the night I copped the title?

CONTINUED:

85 CONTINUED (2)

Patsy
I can hardly wait to hear.

Jimmy
Thirty grand. And know what I get barnstorming around these here United States?

Patsy
I'm turning to you like a flower to the sun.

Jimmy
Two G's a week.

Patsy (meltingly)
I knew I could fall for you, champ.

Jimmy (absently)
Don't take the dive till I give you the office, sister. You might skin your nose.
(indicating Sheila, as her laugh comes over)
Who's the little red-head with the rebel yell....?

Patsy (giving up)
If I introduce you, what's in it for me?

Jimmy (injured)
Nothing. Somehow I don't feel commercial about that red-head.

CAMERA SWINGS TO: CRAP TABLE.
Sheila, Sandra, Geoffrey and Frank move away from table. The drinks Sheila has had have begun to tell. She is going high, wide and handsome.

Sheila (joyously, counting money)
Did I get well! Twelve hundred dollars worth of pills!
(thrusting roll into Geoffrey's pocket)
Double it for me, Geoff.

Geoffrey (smiling)
Win or lose, I lose.
(to Frank)
How about going downstairs and trying a little chemin de fer?

Frank (tucking Sandra's hand under his arm)
If my good luck goes with me.

CONTINUED:

85 CONTINUED (3)

Sheila (laughing up at Geoffrey)
Your good-luck piece will be down in a minute.
(she wavers a little on her feet, indicates the perfectly level floor before her with an injured air)
When did they put in this flight of steps?

Sandra (smiling, but worried)
Try taking hold of the bannister, darling.

She gives Sheila a warning pat, exits with Frank. CAMERA MOVES CLOSER TO Geoffrey and Sheila.

Geoffrey
Sheila, I've got something to ask you tonight - something important.
(he kisses her ear)
So don't drink any more, eh?

Sheila
I won't.

Geoffrey
Promise?

Sheila
Cross my heart.
(she wafts a kiss after Geoffrey)
Double-cross it.

CAMERA FOLLOWS Sheila as she goes toward cocktail room.

Sheila (hailing waiter)
Waiter, the wine list, please!

She passes Jimmy's table. Jimmy rises abruptly, leaving Patsy flat.

86 CLOSER SHOT - SHEILA AND JIMMY

Jimmy (blocking her way)
Well! Well! And how are you?

Sheila (sizing him up)
All at once I've got a headeache.

Jimmy
Yeah, I saw you with him at the crap-table.
(with honest admiration)
You're the greatest female crap-shooter I ever saw.

Sheila
Thanks. And now that you know just who I am, just who are you?

CONTINUED:

Jimmy

Jimmy Walters.
(he pauses for reaction, is met by a blank stare)
As if you didn't know. You seen me when I done it!

Sheila

Done what?

Jimmy

Grabbed the title

Sheila (trying to brush past)

What do you think of that? I seen you when you done it.
(he bars her way)
How do you know I did?

Jimmy

Because I spotted you in the second row at the fight. You had your headache with you that night, too. I hope he ain't chronic...
(expansively)
What do we drink?

Sheila (pointedly, turning away)

Never touch it except when I'm on the job.

Jimmy (beginning to burn)

Hey, don't give me the brush-off! I'm not trying to be fresh....
(he moves into her path)
But soon as I saw you I said to myself: "There's a hot-looking little number."

Sheila (good naturedly enough)

Don't let it throw you, Champ. I'm twenty degrees cooler inside.

Jimmy (suddenly ugly)

One of them refrigerated dames, huh?

Sheila (suddenly icy)

That's right, and you're not the boy to de-frost me either.
(dismissing him)
Sorry if that's hitting below the belt - but that's how <u>you</u> got to be Champ, isn't it?

Jimmy's fist closes suddenly. He looks down at her for a minute, his face hard. Then he turns on his heel and exits.

CAMERA FOLLOWS Sheila as she passes Patsy, still at table.

Patsy

You're crazy. A man like that is dangerous.

CONTINUED:

86 CONTINUED (3)

Sheila (airily)
Only when he's got five-ounce gloves on.

CAMERA CONTINUES WITH HER as she goes unsteadily toward stairs. Sage enters SHOT.

Sage (anxiously)
Easy does it, Flatbush. You won't be able to walk tomorrow!

Sheila (loftily)
You should be able to walk so well, Mr. Sage.

She goes on, CAMERA STILL FOLLOWING. At the head of the stairs, she again wavers sharply.

Sheila (softly, to herself)
Chin up, you Glorified Girl - stairs are your specialty.
(tilts chin)
Shoulders relaxed...
(lets shoulders drop naturally)
...and don't forget to smile.

She smiles and starts downstairs in perfect time to the music of the dance orchestra, which comes O.S. She is regal, erect, composed, without a trace of the slightly tipsy girl we have seen. CAMERA MOVES AHEAD of her, SHOOTING UP to emphasize her queen-like progress.

When she is within a few steps of the bottom of the stair, she freezes; her poise crumbles suddenly.

INTO SCENE FROM BEHIND CAMERA comes a man, walking upstairs toward her. Only the back of his figure can be seen.

87 CLOSER SHOT - THE TWO

As they face each other for a moment. The man is Gil. He is smartly dressed in a dinner-jacket and carries a black hat and topcoat. He has changed. He has more aplomb, more assurance - his eyes are colder. CAMERA ANGLE WIDENS as Tony Capalina and a couple of other hard-looking customers come up the stairs, evidently following Gil.

Sheila (incredulously)
Gil!

Gil (casually)
Hello, Red.

He proceeds upstairs. The men brush by Sheila as she turns to look after him.

88 CLOSE SHOT - SHEILA - SHOOTING DOWNSTAIRS

As she stares after Gil. Then, hurrying, stumbling, she runs after him, toward CAMERA.

DISSOLVE TO:

89 EXT. BEACH - LONG SHOT

A storm is blowing up. Sheila's hair streams in the wind as she runs along the beach after Gil.

90 CLOSER SHOT - GIL AND COMPANIONS

As Sheila runs up to them. Gil stops, his eyes hard.

Sheila
You wouldn't pass up an old friend, would you, Gil?

Gil
No. Boys, this is Sheila Hale of the Ziegfeld Follies.

The boys ad lib "Glad to meet you's", etc.

Gil
The guy with the big cigar is Tony Capalina.

Sheila (to Tony)
Haven't I heard things about you?

Tony
If you listen at the right keyholes, you have -- plenty.
(the men laugh)
Meet you at the boat, Gil.

Gil
Okay, Tony. In a minute.

Tony and boys exit.

91 CLOSER SHOT - GIL AND SHEILA

Sheila smiles up at him.

Gil
I said a minute.

Sheila
Isn't that Capalina, the gangster?

Gil
Tony likes "bootlegger" better. Tony's sensitive.

CONTINUED:

91 CONTINUED (2)

Sheila
Is that what you are?

Gil
Sensitive? No. Bootlegger? Yes.

Sheila
That's risky, Gil.

Gil (looking at her)
So's every business that pays off big.

As he turns to go, Sheila grabs his arm.

Sheila (using any pretext)
Gil, have you seen the folks? How are they?

Gil
Okay. They've fixed up the house till it's the eyesore of Brooklyn. And every time they get lonesome they buy a new piece of furniture.

Sheila
And Mickey? How's Mick -- the fresh little brat!

Gil
Last time I saw him he asked me how's about you and this Geoffrey bird. He wanted to know what I thought of long engagements.

Sheila
And what do you think?

Gil
I didn't tell him.

Sheila
Big of you.
(then, as he starts away)
You look swell, Gil. In the money.

Gil (he laughs shortly)
Me in Palm Beach in a hundred-buck suit, and Sheila Hale saying don't I look swell -- and it don't mean a thing.

Sheila
Make out like this isn't Palm Beach. It's Coney Island. Remember?

Gil (flatly)
No.

Sheila (moving close to him - face uptilted)
It's Coney, and there's a pretty good moon, and I let you kiss me...only I won't slap you even once this time...

CONTINUED:

91 CONTINUED (B)

Gil smiles grimly, leans over, kisses her lightly, impersonally.

Gil
It's still Palm Beach.
(again he turns away)

Sheila (barring his way)
You weren't going somewhere, were you?

Gil
I'm still going.

Sheila (confidently, challengingly)
Don't you believe a word you're saying.

Gil (cold - hard)
So you want a little of both, eh? Me and the fur coats. Well, I could give you the fur coats on my own, now -- but I don't want to. I thought I would, but I don't.

Sheila
Gil, get out of this racket you're in.

Gil
They don't let you out of my racket -- like they don't let you out of yours....

Sheila
So you've got over me, huh?
(sure of him, sure of herself)
I'll believe you when you kiss me goodbye.

92 CLOSE SHOT - GEOFFREY

Approaching along the beach. He stops short as he sees: -

93 SEMI-CLOSE UP - SHEILA AND GIL

She is very close to him now, and her lips are raised to his.

Sheila (softly)
It wouldn't be that it's kind of tough to do, would it?

Gil crushes her to him, kisses her hard and long.

94 CLOSE UP - GEOFFREY

As he stands watching, a deep hurt in his eyes.

95 SEMI-CLOSE UP - SHEILA AND GIL

She leans back in his arms, breathless, triumphant.

Sheila
That wasn't any goodbye.

Gil drops his arms. His mouth is tight.

Gil
Don't you know a turn-down when you get one? I did....

He turns, walks swiftly away from her.

96 CLOSE SHOT - GEOFFREY

still looking at Sheila and Gil, but out of ear-shot. He starts slowly toward her.

97 MED. SHOT - SHEILA

As she looks after Gil, almost crying. Geoffrey enters to her

Geoffrey (quietly)
Sheila....

Sheila (hardly seeing him)
Yes, Geoffrey....

Geoffrey
Come in now. There's going to be a storm.

OFF SCENE COMES SOUND of motor boat starting.

Sheila (looking toward sound)
I like storms....

Geoffrey (bitterly, watching her)
What do you think I did with your winnings? Ran them up to five thousand at chemin de fer.

CONTINUED:

97 CONTINUED (2)

Sheila turns to him. He thrusts a check almost roughly into her hand.

Sheila (as if suddenly aware of him)
You're sweet, Geoffrey.

Geoffrey
Is that the word for it?

Sheila (struck by his expression)
But you look tired.

Geoffrey
Maybe I'm getting old.

Sheila (pulling herself together, smiling at him)
Old wine is the best, they say. That is, them that drinks it say so. I wouldn't know, would I?

Geoffrey
No. You wouldn't know.
(Sheila puts check into her purse absently, reaches up to kiss him. He speaks sharply.)
Don't, Sheila.

Sheila
Why not?
(she kisses him)
I get a bang out of you -- you get a bang out of me...

Geoffrey holds her close for a moment, but he does not kiss her. His eyes are filled with pain. Slowly he releases her.

Geoffrey
Yes, Sheila....

He picks up her hand, looks down at the bracelets and rings he has given her. He smiles sadly, kisses her hand.

Sheila (staring at him, perplexed)
You said you had something to tell me, Geoffrey. Something important.

Geoffrey
I thought it was important, but it's not really. Maybe nothing ever is.

Sheila shrugs, tucks her arm beneath his, starts to move off toward hotel.

CONTINUED:

Sheila
Know what I'd like, on account of me keeping my promise tonight?

Geoffrey
What?

Sheila
A nice, long drink!

She pulls him faster toward hotel. Geoffrey's face is bleak...

FADE OUT.

98 FADE IN.
EXT. NEW AMSTERDAM THEATRE

The sign is unlighted. It reads:

"NEW ZIEGFELD FOLLIES
COMING SOON"

BACKGROUND MUSIC consists of later hit songs, such as "Tulip Time", "Smiles", "Dardanella", etc.

CAMERA PICKS UP Noble Sage entering the theatre lobby. CAMERA FOLLLWS him inside. Again he passes the pictures of the glorified girls on the lobby wall, only now among them are the faces of Mary, Sheila, Sandra, etc.

Sage
Good-morning, sweet...Hello, pet.... 'Morning, darling...

He falls in step with Simon, an extremely ugly stagehand, who has just taken down Patsy's picture and is carrying it inside.

Sage (looking at picture)
So the skids are being greased for old diamond back? She's going out of the lobby....

Simon (nodding sadly)
I'd hate to be a beautiful girl, Mr. Sage.

Sage
I wouldn't worry about it, Si.

Simon
I wouldn't even want to marry one of 'em, would you?

98 CONTINUED (2)

Sage
My wife sure would take it hard if I did.

Simon (struck with a thought)
You know, Mr. Sage, I been thinking -- what happens to the Ziegfeld girls who don't marry millionaries?

Sage
Oh, them. They marry for love.
(as he passes Sheila's picture)
That's something you wouldn't know about, Flatbush.

99 INT. SPEAKEASY (where Gil first met Capalina)
CLOSE SHOT - SHEILA AND CAPALINA

Capalina has obviously been listening to a long plea from Sheila. His face is impassive.

Sheila (furious)
...where does he get off -- not wanting to see me? A dumb truck driver in the clink on account of bootlegging, and he's got the nerve to say he doesn't want to see me!

Capalina (regarding the ceiling)
He says the first thing you're gonna do is get sore -- and when you get sore I shouldn't say nothing. So I'm a clam.

Sheila (trying softer approach)
Look, Tony, I'm only trying to help the guy get out of jail. And if you'll just fix it so I can have a talk with him --

Capalina
He says you'll go soft, and then I should laugh. So I'm laughing.
(dead pan)
Ha. Ha.

Sheila
All right, Tony, you're very funny.
(taking a new start)
What I want to find out is -- is he really in a jam -- can I help him....?

Capalina
He says you can do a lot.

Sheila (eager)
What, Tony? Just name it!

CONTINUED:

Capalina
Okay. He says to tell you "stay away". He says he don't want no part of you now or when he gets out next year -- if he's lucky.

Sheila (dismayed)
Next year!

Capalina
He took too many chances -- he must of had a reason.... Hate to lose a good man for a year.

Sheila (almost humbly)
He told you a lot of stuff to tell me. Now I'm telling you something for him. I haven't seen Geoffrey Collis for months.

Capalina (still unmoved)
Yeah. He said you'd bring that up -- and he said he heard the guy walked out on you.

He gets up. Sheila stares up at him in rising fury and humiliation.

Capalina
He said something else. He said to tell you that what's happened to you always happens to dames that try to be in two places at once. They wind up not being any place.

He exits. Sheila shivers suddenly, her shoulders sag. Jerry, the waiter, enters.

Jerry
Ready to order, Miss Hale?

Sheila
Good and ready. A brandy, Jerry -- and give it a twin, will you?

Jerry (as he goes)
Double brandy.

DISSOLVE TO:

100 INT. SHEILA'S APARTMENT BUILDING
ELEVATOR

as Sheila steps in. It is evident that she has been drinking - quite a lot.

Elevator Boy
Nice afternoon, Miss Hale!

Sheila (harshly)
Best afternoon of my life!
(she shoves him to one side)
Move over, Bill. Give an expert a chance.
(she pulls back lever)
Tenth floor! Apartment of Sheila Hale! Fur coats - champagne - diamond bracelets --
(she laughs; it is not a pleasant sound)
Go-oing up!

DISSOLVE:

101 INT. SHEILA'S BEDROOM

Annie (to Sheila, as she enters)
Theatre's been calling all afternoon. Said why the so-and-so wasn't you there for dress-rehearsal.

Sheila
(wearily, sitting limply on lounge)
I can walk down a flight of steps tonight without rehearsing all afternoon, I guess.
(she leans back)
Pour me a drink, will you? Guess I'm a little low.

Annie (as she gets a drink)
You're up, you're down. What is this -- a prize-fight?

Sheila
Don't you know I'm never down? I'm always up. Geoffrey likes me that way.
(to herself, a short laugh)
Pardon me. Used to like.

Annie (casually)
Your brother's here to see you. Been hanging around over an hour.

Sheila (eagerly, sitting up)
Mick?

She rises, starts for door, then turns back, reaches for drink.

102 INT. SHEILA'S LIVING ROOM

Mickey, ill-at-ease, sits on the edge of a chair. Sheila enters, glad to see him but keeping her nerves in hand with difficulty.

Sheila
Hello, Mick. What's up with you?

Mickey (awkwardly)
I kind of wanted to see you.

Sheila
Come over here and give your old sis a kiss.
(Mickey starts to move toward her; she remembers the drink, quickly waves him back)
Never mind. You're getting too old for mush.
(she seats herself)

Mickey (sitting opposite)
Yeah.
(then, heavily)
Sheila, I got to talk to you. It's important.

Sheila
Smash up your new car?

Mickey
No. I took it back.

Sheila
How about the music-lessons?

Mickey
I quit 'em. I got a job.

Sheila (laughing shakily)
Not on a truck, by any chance?

Mickey
In a pool-hall, racking up cues.
(gathering his courage)
Look, Sheila, you had something there a minute ago. I'm getting too old for mush, and I'm sure getting too old to let a woman put up for cars and music-lessons.

Sheila
Your old-age the only reason?

Mickey
What else?
(miserably - bursting out)
Gosh, Sheila, I don't believe a word of what they're saying.

CONTINUED:

102 CONTINUED (2)

Sheila (sharply)
Who's saying what about who?

Mickey
Aw, them cats that hang over the fences in every backyard.

Sheila (softly)
That's who. Now let's have the what.

Mickey (avoiding her eyes)
Things I wouldn't repeat in front of a lady, Sheila.

Sheila (drily)
Thanks.
(her eyes probe his face)
Things about me?

Mickey
Well, yeah.
(he stares at her unhappily)
And it's sure got me on the jump to keep it from the folks.

Sheila (dry, ironic, bitter)
So you don't believe it, and the folks don't even hear it!
(suddenly)
Did Dad send you here?

Mickey
He don't know anything about it, I tell you. The folks are kind of innocent.
(then, quickly)
Look, Sheila, I know you got a nice place here -
(he waves an arm at surroundings)
And I know you never liked it much in Brooklyn -
(his voice is pleading now)
But, Sheila, if you could just come back home to live, maybe....

Sheila
I might stop those cats from meouing?

Mickey
Well...yes.

Sheila (rising suddenly, swaying)
And that'd make it okay again about the car and the music-lessons, huh?

Mickey (getting up too)
Sheila, you know I don't mean that. You know we don't want anything from you - except having you around....

CONTINUED:

102 CONTINUED (3)

Sheila (voice rising)
And I'm supposed to believe that? You've taken things from me for months and months, the whole lot of you! It was the same then as it is now - only more so! And now all at once I've got to go home to cover up for the neighbors....!

Mickey (with dignity)
You're trying to yell me down, Sheila - and the louder you yell, the less you got to yell about.
(he starts for door)

Sheila (exploding)
People aren't talking any more now than they've been talking all along, and if I was good enough to support you then, I'm bad enough to stop supporting you now!

Mickey
If you ask me, Gil's the one who's got something to yell about.

Sheila (wild now)
Let Dad take care of you - like he used to. Have the rent-collector on your neck - and no new dresses for Ma - and Dad working his heart out - and you hanging around poolhalls! And Betty - growing up to run an elevator...!

Mickey (quietly)
You were okay till you stopped running one.

Sheila (screaming at him now)
You do it your way! Only let me alone! Let me do it my way! Now get out!
Mickey looks at her in horrified disbelief, his composure breaks. He turns, exits. CAMERA REMAINS ON SHEILA as she stands, swaying on her feet, looking after him. Annie enters, gives her a quick look, pours a brandy and hands it to her.

Sheila
You think of everything, don't you?
(she tosses off drink)

102 CONTINUED (4)

Annie (watching her)
The show opens tonight. You better get a little rest.

Sheila
What for? I'm full of pep. Always full of pep.
(she laughs harshly)
Always full, anyway. Annie, how many coats have I got?

Annie
Counting that new ermine -- six.

Sheila
(jangling bracelets on her arm)
And how many of these service-stripes have we collected?

Annie
(trying to lead her toward couch)
Adding Mr. Jeff's signing-off present and deducting that one we pawned, I make seven.

Sheila (jerking away from her)
Seven! Think of it! I'm a very lucky girl!
(she laughs wildly)
Six fur coats! Seven diamond bracelets! An apartment on Park Avenue! A --

Annie (really alarmed now)
What you trying to do to yourself, honey?

Sheila
What am I trying to do? Don't you know? I'm counting my blessings, Annie --
(her voice rises in hysteria)
Counting my blessings...!
(she suddenly crumples, starts to cry)

DISSOLVE TO:

103 INT. BACKSTAGE

The stage is in semi-darkness. A rehearsal has just come to an end. Stagehands are setting stage for opening night. Wayburn is here, there and everywhere, roaring, cursing, cajoling. Sage comes bursting in.

Wayburn (anxiously)
Find Sheila?

Sage (wearily)
Nope. Combed every speakeasy like a regular Army sergeant.

CONTINUED:

Wayburn (wild)
When she gets here, I'll kick her so hard...

Sage
Kick her where it won't show, will you?

Wayburn
In that costume she wears? Impossible!
(looks o.s., softens abruptly)
There's the kid, with as fine a case of first-night jitters as I've ever seen.

104 CLOSE SHOT - MARY (FROM THEIR ANGLE)

She is gathering up her sheet-music nervously. Two stagehands are impatiently waiting to roll the piano off the stage. Mary snatches up last sheet, and piano and stagehands vanish. Mary smiles uncertainly as Wayburn and Sage enter.

Wayburn
(lifting her chin, smiling)
Tonight's the night, baby -- <u>your</u> night. And don't ever forget it!
(he pats her shoulder, rushes out to next job)

Mary (to Sage, shakily)
I wish Pop was here. I <u>wish</u> Pop was here.

Sage (hand to head)
I wish my <u>doctor</u> was here.
(he also pats Mary, rushes off after Wayburn)

Mary remains standing in the middle of the empty stage - scared. Sandra enters.

Mary (trying her voice)
Ah-a-ah-ah!
(despairingly)
Like a crow with adenoids!
(horrified by sudden thought)
Listen! Do <u>girls</u>' voices change too?

Sandra (smiling)
Only for the better. You're going home with me, take a glass of hot milk for your supper and come back here and - what would Pop say? Have them in the aisles!

Mary
On the way out for a refund, maybe.
(looking around)
All at once this stage looks awfully big. I never knew it was so big.
(she tries another scale)
Ah-a-ah! How are they going to hear me out there? I'm a mile away.
(she smiles weakly at Sandra, wanders toward dressing-room still testing her voice)
Ah-ah-ah-ah! Ah-a-ah.....

Sandra looks after her sympathetically.

Woman's Voice (over shot)
Well, the Town-Criers were right for once. You're pretty beautiful.

Sandra turns, startled. CAMERA ANGLE WIDENS to include the woman who has spoken. She has obviously once been very beautiful, but now she is a little faded.

Woman
I'm Mrs. Frank Merton.
(as Sandra stares)
You knew Frank had a wife, didn't you?

Sandra (regaining composure)
Of course. How do you do? I'm --

Mrs. Merton
You're Sandra, the current town-topic, the glamour gal of the year.

Sandra
You make me sound very silly.

Mrs. Merton
Sour grapes, my dear.
(as Sandra lifts her eyebrows)
You see, that's how they used to bill me.

A stagehand passes, recognizes Mrs. Merton.

Stagehand (beaming)
Why, hello there, Miss Sally!

Mrs. Merton
Hello, Alf.

Stagehand (as he exits)
Long time no see.

104 CONTINUED (3)

Mrs. Merton (softly)
A long, long time...
(smiling, indicating circular stairway in b.g.)
Doesn't Ziggy ever change the setup? I came down a stairway just like that the year I won my Z.!.
(then, shrugging)
But I'm not here for Old-Home-Week, am I?

Sandra
Aren't you? Then what?

Mrs. Merton
Maybe I'm here to say "Bless you, my children." Maybe...
(indicating stairway)
You know, I always wanted to do a big scene sitting on one of these things.

She seats herself on stairway, pats place for Sandra beside her. Sandra remains standing.

Sandra
What makes you think this is going to be a big scene?

Mrs. Merton
For one thing, I hear you're going to marry my husband.

Sandra
You hear? From whom?

CONTINUED:

Mrs. Merton
From him. He tells me everything.
(she looks Sandra over, without bitterness)
He's crazy about you. And I can see his point...
(she lights a cigarette)
I'll make my sad story short if not sweet. Frank and I have been married for ten years. Count 'em - ten.
(she holds up ten fingers, then studies Sandra for a moment)
Frank's been exposed to beautiful women for a long time, and it never really took before. You must be pretty smart, too....

Sandra
I hate that word "smart".

Mrs. Merton
I never had much use for it, either.
(then, unemotionally)
I kicked my own career out of the window to help Frank keep his. And I don't regret it. I'm glad. I'd do it all over. I've had ten swell years. He's a great guy - in spots.
(as Sandra stares at her)
He's always played around a little - and I've known it. It wasn't fun knowing it, but I got by because he always came home, dragging his - well, like Mary's little lamb, if you know what I mean. But it looks like he's not coming home this time.
(she regards Sandra through smoke of her cigarette)
I'm not fighting to keep him because -- well, a man stays put only if he wants to.
(rises, crushes out her cigarette)
And after seeing you I know why he wouldn't want to.
(she turns to go)

Sandra (very quietly, catching her arm)
You love him very much, don't you?

Mrs. Merton
Probably not the way you do.
(she smiles wryly - tenderly)
I love the way he thinks I like his singing - when I really don't, you know. Did you ever listen to his speaking voice? He can do more to me with that than a Caruso...I love the way he blames me when he's got a cold, because then I laugh, and he never knows why....

Sandra (absently, her own eyes softening)
.....and the funny way his hair curls up off his neck when he needs a haircut...and the way he

Sandra (continued)
grouses when the coffee's not just right...and the way he comes running straight to me when something's gone wrong...and his crazy stiff-necked pride that makes you want to kill him...!

She breaks off. For a moment the two women stare at each other.

Mrs. Merton
You're not talking about Frank.

Sandra
No, I'm not. But we seem to be talking about the same thing, don't we?
(she holds out her hand with sudden decision)
Maybe I'm the one to say "Bless you, my children..."

Mrs. Merton looks at her for a long moment, then takes her hand.

Mrs. Merton
We're the same kind of idiot, I guess.
(her voice shakes suddenly)
I won't pretend I'm not glad.

She turns, walks quickly OUT OF SHOT. Sandra stares after her. Mischa ENTERS SHOT from behind Sandra. He is carrying a violin-case, is very excited. He takes violin from case, handling it reverently, as Sandra turns to him.

Mischa
The pawn-broker wept to see it go.

Sandra (touching violin)
Thank you, Mischa. Give it to Franz.

Mischa
And when he asks me where I got the five hundred dollars to redeem it? What am I - a bank?

Sandra (wearily)
Tell him it comes from me. Tell him this is my day for saying goodbye.

She turns, almost runs up the stairs. Mischa looks after her, frowning, pondering....

DISSOLVE TO:

105 INT. DRUGSTORE TELEPHONE BOOTH - CLOSE SHOT - MISCHA

Mischa (excitedly, into phone)
Now, Mama, you listen to me very careful.

106 INT. MISCHA'S APARTMENT - CLOSE SHOT - MISCHA'S WIFE

Mischa's Wife (plump, worried)
Yes, Papa. Don't I always?

107 MISCHA -

Mischa
We will not discuss that now. This is what I am telling you. I have been called out of the city. My uncle in Philadelphia has died -

108 MISCHA'S WIFE -

Mischa's Wife (confused)
You have no uncle in Philadelphia. You have no uncle.

109 MISCHA -

Mischa
Nevertheless, he has died, and I am called to his funeral. First you telephone Mr. Wayburn and tell him I will send a substitute --

110 MISCHA'S WIFE -

Mischa's Wife (loyally)
There is no such a thing as a substitute for you.

111 MISCHA

Mischa
I know, Mama. It will teach him how good I am. Now, then, after Mr. Wayburn says "Yes", you must find that Franz... Yes. You must tell him he must play for me tonight at the opening...Yes... Tell him it is to save my job...and if you cry like you are crying now - he will do it!

DISSOLVE TO:

112 INT. NEW AMSTERDAM LOCKER ROOM - (NIGHT) - CLOSE SHOT

Locker labeled "Mischa Stefan".

Musician's Voice (o.s.)
You will find Mischa's violin in there.

CAMERA ANGLE WIDENS to include Franz, who is opening the locker, and the musician.

Musician
When will he be back?

Franz (frowning)
If he is not here tomorrow, you must find someone else.

He takes out the violin-case, opens it, stares at the violin. His first reaction is one of joyous recognition, then his face freezes, he takes out the note which lies on top of the violin.

113 INSERT: NOTE

"Sandra said this was to say goodbye to you. You are a fool, and so am I for risking my job.

Mischa."

114 CLOSE SHOT - FRANZ

He crumples the note in his hand violently, throws it to the floor. Slowly his hands tighten on the violin as if to crush it, then as slowly they relax.

DISSOLVE TO:

115 BACKSTAGE - RUNWAY

The showgirls are lining up at the rail, getting ready to walk down the stairway. CAMERA PICKS UP PATSY, and several girls.

Patsy (bravado)
Well, little Patsy's picture is out of the lobby - little Patsy's out of the front line, and this is the first time in five years she hasn't been a June bride.
(waving her hand)
But don't fret yourselves, kiddies. Patsy's going to settle down and adopt a baby - a boy - about twenty-one.
(Patsy looks off)
Say, Flatbush'll get round-shouldered packing that load.

116 MOVING SHOT - SHEILA

She has dressed hurriedly and is still fussing with her costume as she comes rushing up on the runway. She is very drunk; everyone stares at her.

Sheila (crowding to her spot)
One side! One side!

Mary (alarmed)
Where have you been, Sheila?

Sheila (ironically)
Having the time of my life!

She wavers on her feet. Mary looks around helplessly. OVER SCENE comes SOUND of orchestra as it starts to play. Patsy hurries INTO SHOT.

Patsy (grabbing Sheila)
You can't go on. You're plastered!

Sheila (pushing her away)
No fooling!

Patsy blocks her. For the first time Patsy is a human being, not a gold-digger.

Patsy
Listen, Flatbusy, you're leading with your chin. Tell Wayburn you're sick.

CONTINUED:

116 CONTINUED (2)

Sheila (angry)
I am! Sick of being shoved around! And who are you to talk?

Patsy (grimly)
The best horrible example you'll ever see.
(low - quick)
Take a look at me, Flatbush. Take a good, long look.

Sheila (swaying on her feet)
Okay, so I'm looking.

Patsy
Like what you see? You'd better. Because you're looking at yourself five years from now - only you won't wear so well.

Sheila (shoving by Patsy)
Five years? Make it ten!

117 CLOSE SHOT - SHEILA

Teetering dangerously, she reaches her spot in lineup.

Wayburn's Voice (o.s.)
Hurry, girls - line up!

CAMERA ANGLE WIDENS to include Wayburn and some of the girls. Mary is struggling to get to Sheila.

Wayburn (sharply)
Mary! Get in your place!

Mary is shoved by other girls into her spot. Wayburn notices Sheila for the first time.

Wayburn
Sheila, you're fired!

Sheila
Fired? You mean fried, don't you?
(she laughs crazily)
A beautiful golden brown.

Sandra comes through crowd of girls.

Wayburn
Sandra! Get Sheila off the stage --

Sandra (imploringly)
Go back, Sheila! You can't go on!
(she steps out of her place, toward Sheila.)

CONTINUED:

117 CONTINUED (2)

Sheila
Your mistake. I am on.

Sandra (as girls begin to move and wait for her to fill her spot, frantically)
Please, Sheila! Go back....

She vainly tries to turn Sheila back.

Sheila (bitterly)
Go back to what?

It is too late now for anyone to do anything about Sheila. The girls are moving in rhythm now. Sheila keeps her place - setting everybody's nerves on edge.

118 INT. NEW AMSTERDAM THEATRE - FULL SHOT

The curtain is going up.

NOTE: Whatever this number is, it should achieve the following story points: The situation dramatized should concern a showgirl (SANDRA), a musician in the orchestra (FRANZ), with MARY carrying both a duet with Frank and a solo. In the background are all the other showgirls doing their stuff. When Sandra makes her appearance on the stage, Franz, as part of the number, rises in the orchestra to play the entrance for the character she plays, and again for the character portrayed by Frank.

At first during this action, Franz 's face is stony, intent only on his violin. Sandra, astounded by his presence in Mischa's place, reacts visibly, and carries on with difficulty Midway in the number, when Frank and Mary are singing a duet, Franz's eyes meet Sandra's. The look that passes between them is the beginning of their reconciliation, and Frank, who sees it, realizes he is losing Sandra.

The number ends with a big CLOSEUP of Mary, as, for the first time, she has the center of the stage. All her nervousness is gone; she sings magnificently.

As the musical number is about to end, CAMERA SWINGS TO emphasize -

SHOWGIRLS - as they come down the stairs.
Among them is Sheila.

119 MOVING CLOSE SHOT - SHEILA

She is coming down the stairs majestically and in rhythm, yet moving like a sleep-walker. When she reaches the bottom her face tightens, and she wavers uncertainly.

120 CLOSE SHOT - WAYBURN AND SAGE IN WINGS

Wayburn (savagely)
That lush is never going to set foot on this stage again!

Sage
She's ten feet off it right now.

121 FULL SHOT - STAGE

Mary is singing in front of the line of girls. Sandra parading, her eyes smiling at Franz, who is now looking at her adoringly. Frank, his face grim, is watching them. Sheila, with difficulty, keeps her place in the line of showgirls. The curtain comes down.

122 CLOSE SHOT - SHEILA

As the curtain hits the floor. She stands perfectly still, then suddenly sinks to the ground. The girls, Sandra and Mary in f.g., rush to her.

123-127 MONTAGE -

NOTE: The following montage should give the effect of Sheila's going down in the world, and Sandra's going up, as well as Mary's success in her profession. This, perhaps, can be accomplished visually by having Sheila's shots DISSOLVE IN with a downward motion and DISSOLVE OUT WITH a continued downward motion, while SHOTS of Sandra DISSOLVE IN and OUT with and upward motion; whereas Mary seems to be coming straight through.

FADE OUT.

128 FADE IN:
INT. NEW AMSTERDAM THEATRE WALL - CLOSE SHOT - SIMON'S HAND

as it takes Sheila's picture out of frame.

Simon's Voice (o.s.)
...and away she goes. Now you see 'em, and now you don't...

DISSOLVE TO:

129 CLOSE SHOT - MARY AND MICKEY

At a counter in what might be a speakeasy. A white-coated attendant is before them.

Attendant
What'll it be this time, folks?

Mickey (down-in-the-mouth)
Hair of the dog that bit me, Barney.

Attendant (to Mary)
How about you, lady?

Mary (also low)
I'm leaving it alone.

Attendant nods, EXITS, then ducks head back into SHOT.

Attendant (to Mickey)
I forget. What kind of a dog bit you?

Mickey
A mongrel. Chocolate with vanilla markings.

Attendant's Voice (bellowing)
A chocolate soda with vanilla cream.

Mary (thoughtfully)
I wonder if prohibition will ever get around to sodas?

Mickey (grimly - eyes moody)
I'm sorry it never got around to alcohol.

Mary (sympathetically)
Heard anything from Sheila yet, Mick?

Mickey
A loud popping of corks, but we can't seem to track 'em down.
(then, also sorry for her)
How about your Dad?

Mary (wearily)
Oh - he still knocking 'em stiff in Omaha - that is - stiffer than they were.

Mickey's soda comes sliding down the counter like a beer. Mickey takes it, sips through the straw, makes a wry face and pushes the soda aside.

Mickey (very sadly)
I guess that dog gave me hydrophobia.

DISSOLVE TO:

130 INT. TAXI -

John Sanford and Sheila. Both have been drinking.

John (taking jewel-box from pocket)
I almost forgot.

Sheila (looking at box)
Funny. I didn't.

John takes a jeweled clip from box, fastens it on her dress, kissing her ceremoniously on both cheeks a la French General.

Sheila
Pinning a medal on me?

John
A decoration. For distinguished service.

His eyes are mocking as he looks at Sheila, who is staring greedily at clip.

DISSOLVE TO:

131 INT. CURTAINED RADIO BROADCASTING BOOTH

Old-fashioned equipment of the period. Franz, in evening-clothes, violin under his arm, is waiting to go on the air. Sandra is at his elbow.

Sandra (quickly)
What if nobody listens!

Franz (superbly confident)
They'll listen. Thousands of them, millions of them..

Attendant (entering)
Shhh! You're on the air.

Sandra reaches up, kisses Franz.

Sandra (softly)
Wear this for luck, darling.

Franz smiles at her, starts to play.

DISSOLVE TO:

132 INT. PAWN SHOP

Sheila is watching the pawnbroker anxiously as he examines the diamond clip given her by John Sanford. Sheila looks a little shabby.

CONTINUED:

132 CONTINUED (2)

Pawnbroker
It's a phony. Give you ten dollars for the setting.

Sheila
Ten dollars!
(then bitterly, as she laughs)
Well, what am I kicking about? Ten dollars is a standard price, isn't it?

DISSOLVE TO:

133 NEW AMSTERDAM THEATRE LOBBY - CLOSE SHOT - SANDRA'S PICTURE -

As Simon's hand comes INTO SHOT, removes it.

Simon's Voice
Another sweetheart bites the dust!

DISSOLVE TO:

134 INT. NEW AMSTERDAM THEATRE

CAMERA CENTERS on letter rack. Mary's hand takes out a letter. CAMERA FOCUSES ON CLOSE UP of one line, which reads: "...we're still wowing them, so if Ziegfeld lets you out, we'll make a place for you..."

CAMERA PULLS BACK to show Mary holding letter from Pop. Her face is deeply troubled. O.S. comes a voice: "Curtain in half an hour! Curtain in half an hour!"

CAMERA FOLLOWS MARY as she walks swiftly to her dressing room, closing the door behind her. CAMERA REMAINS on door - and on it is a star.

DISSOLVE TO:

135-139 MONTAGE - INTERCUT

with SHOTS of the New Amsterdam Theatre's signs flashing in and out, to indicate passage of a year.

a) "ZIEGFELD FOLLIES - 8TH WEEK"
b) "FOLLIES - NOW IN 28th WEEK"
c) "ZIEGFELD FOLLIES - LAST WEEK"

DISSOLVE TO:

140 UNLIGHTED SIGN - NEW AMSTERDAM THEATRE

"NEW FOLLIES ABOUT TO OPEN WITH
MARY GALLAGHER"

DISSOLVE TO:

141 RECEPTION OFFICE - NEW AMSTERDAM THEATRE

Several beautiful young girls are waiting to see Ziegfeld. Sheila enters, over-dressed with remnants of better days and made up too heavily, but still having unmistakable evidences of great beauty. The girls look Sheila over as she goes up to Perkins.

Sheila
Hello, Perk. Flo in?

Perkins (kindly)
Yes, Miss Hale.
(sorry for her)
But he's in conference right now, and all these girls have appointments with him - he's up to his neck getting ready for the new Follies.

Sheila
Yes, I know - that's why I'm here.

Perkins rises and goes into Ziegfeld's office, while waiting girls exchange glances.

1st Girl (to girl beside her)
That's Sheila Hale!

2nd Girl (looking)
That <u>used to be</u> Sheila Hale.

1st Girl
Think she's going to get in the show?

2nd Girl
Not without buying a ticket.

Miss Perkins (entering)
Come in, Miss Hale. Mr. Ziegfeld will see you.

Sheila sweeps by the amazed girls.

DISSOLVE TO:

142 INT. BOX OFFICE - NEW AMSTERDAM THEATRE

The box-office man is cashing a check.

Box Office Man (indicating check)
This says "Advance Salary." Going into the new Follies, Miss Hale?

CONTINUED:

142 CONTINUED (2)

CAMERA ANGLE WIDENS to reveal Sheila. She has evidently come here directly from Ziegfeld's office.

Sheila (scooping up money as man counts it out)
Don't you know a handout when you see one?

She turns away. The Box Office man looks after her.

143 EXT. NEW AMSTERDAM THEATRE LOBBY

As Sheila passes a large picture of Mary. She looks at the picture, salutes it in passing. As Sheila EXITS SHOT, CAMERA REMAINS on Mary's picture over which is printed in large letters:

"MARY GALLAGHER - NEW ZIEGFELD SINGING STAR"

CAMERA MOVES BACK revealing Pop and Al. They both look very down-at-the-heels, both carry worn traveling bags.

Al (staring at picture)
Don't it look funny -- the kid with star-billing?

Pop (in form - as usual)
It looks natural! I never miss. First her mother - now her.
(a critical look at sign)
Only if I was handling it, her name'd be in bigger letters. Well, come on - Hoboken's waiting.

Al (sighing)
With a load of ripe tomatoes.

Mary's Voice (o.s.)
Pop!

Mary runs into SHOT, breathless, ecstatic. She hugs Pop wildly.

Mary (reproachfully)
You weren't even going to see me!

Pop (uneasily)
Sure I was, baby. Just the minute Al and me get settled.

Mary
Hello, Al. Where's Mabel?
(not waiting for answer, hugging Pop again)
Pop! How are you?

CONTINUED:

143 CONTINUED (2)

Pop (quickly)
Turning down bookings every day.

Mabel's Voice (from Al's grip)
The man is a liar!

There is an embarrassed pause. Pop is almost sunk by this bald statement of facts

Mary (trying to cover Pop's shame)
Is that any way to treat a lady - folding Mabel up like that?

Mabel's Voice (sadly)
They hocked their clothes. I'm in here alone with a telephone book.

Pop is really suffering now. For the first time he is at a loss. It's pretty hard to toss off his shabby clothes, his down-and-out appearance.

Mary (ignoring Mabel)
Gosh, Dad, you don't have to tell <u>me</u>. Just by looking at you I know you're okay. A performer like you has <u>got</u> to be --

Pop (reviving)
Sure, baby, and anytime this Ziegfeld bird gets smart - you always got <u>me</u> to fall back on -

DISSOLVE TO:

144 INT. WAYBURN'S OFFICE

Wayburn is behind his desk. Sage sits on desk, swinging his feet. Facing them is Mary. She looks harassed and unhappy, but determined.

Wayburn (grimly)
Now I've heard everything. You're walking out on a Ziegfeld contract to do an act in Hoboken with a couple of old gimbos.

Mary (dismally)
You think I'm going to <u>like</u> it? Back with the trained seals!

Wayburn
You're hand picking it for yourself.

Mary (sunk)
It's the only thing I <u>can</u> do. I've got a little name now, so we can probably get booking. We might even do as well as the seals.

CONTINUED:

144 CONTINUED (2)

Wayburn (desperately)
Isn't there any other way you can help your Pop without cutting your throat so publicly?

Mary
You don't know Pop!

Wayburn (grimly)
Just as well, maybe.

Mary
Well, look at it his way. He's spent all his life getting to be what he is. If he can't go on believing in that - what's he got?

Wayburn
Look! Why don't you try hiring him as your instructor or something - and then not listen to him?

Mary
I've tried that. He knows it's a phony.

Wayburn
Or just pension him off - put him out to pasture somewhere.

Mary (indignantly)
You're talking about my Pop - not a fire-horse.

Wayburn (sweating)
Or get him a little job - anything.

Sage (suddenly - obviously full of something all at once)
Like in the Follies, maybe?

Mary looks at him in ecstatic wonderment and hope. Wayburn's jow drops.

Mary (reverently)
Oh, Mr. Sage!

Wayburn (bleating)
NO! Mr. Sage!

Mary (high - hopeful now)
It would be so wonderful!
(pleadingly, to the aghast Wayburn)
Can't you see how wonderful it would be?

Wayburn (bleakly)
For who?

Mary
Why, for everybody! Pop'd just wow everybody with his stuff.
(then honesty forces this)
Anyway, I'd like it.

CONTINUED:

144 CONTINUED (3)

Sage (brisk - taking charge - glaring down the bewildered Wayburn)
Baby, send Pop around to see Wayburn.

Mary (face clouding)
Well, Pop's funny - he <u>might</u> think Mr. Wayburn ought to come to <u>him</u>.

Sage (generously)
Okay, make an appointment for Mr. Wayburn with Pop, if it won't put Pop out.

Wayburn buries his head in his hands, groans.

Mary (starry-eyed)
Mr. Sage, I never honestly noticed it before, but I really guess you're one of the great men of the century!

And she dashes out the door. Wayburn glares at Sage, who is grinning smugly.

Wayburn
The century is still young.

Sage (defensively)
We couldn't let our star-attraction walk out, could we?

Wayburn
You're paying a bitter price to keep her. That old guy smells with lace on, and you know it. We'd have to fumigate after every performance.

Sage (planning fast)
Just after the <u>first</u> performance, pal. We stick the old guy in on opening night in front of a backdrop. We give him tow minutes. Next night he just isn't there!

Wayburn
And the Kid's with him.

Sage
I'll think of an answer for her by then...
(brightening)
I've thought of it <u>now</u>. We'll make it come from Pop. We'll appeal to the old guy's father-love...

DISSOLVE TO:

145 CLOSE SHOT - GALLAGHER - WAYBURN'S OFFICE

Pop, his feet on the desk, is cockily smoking a cigar. CAMERA ANGLE WIDENS TO include Wayburn, who is behind his desk wearing a very false smile, and Sage, who is perched on the desk as usual.

CONTINUED:

145 CONTINUED (2)

Pop
Well, Mr. Wayburn, I violated a life-long rule in coming here to see you. Managers come to me, as a general thing.

Wayburn
White of you, Mr. Gallagher. But I thought it'd be handier with the contracts right here and --

Pop (breaking in - frowning)
Contracts? Who says I'm signing a contract with you, Mr. Wayburn?

Wayburn (back on his heels)
No?

Pop
No. I think we got a different slant on how to entertain the customers, Mr. Wayburn - and I think you got the wrong slant.

Wayburn tries to wither Sage with a glance. Sage blandly waves him on.

Wayburn (almost choking)
That's why we want you, Mr. Gallagher, because you've stuck to your way.

Pop (appreciatively)
I like a man who can admit when he's wrong.
(he beams at seething Wayburn)
I knew you'd come to me one day, son.
(settling himself)
All right, I'm listening to your proposition. Not saying I'll take it, but listening.

Wayburn
Well, we thought maybe we could use you --

Pop
You mean me and Al, I take it?

Wayburn (feebly)
Al? Who's Al?

Pop
We're partners. If a single's good, a double's twice as good.
(then very businesslike)
Look. You're kind of wasting my time, Mr. Wayburn. Maybe instead of me listening to your deal, you'd better listen to mine.
(as Wayburn seems on verge of exploding)
After all, you came to me, I didn't come to you. Right?

CONTINUED:

145 CONTINUED (3)

Wayburn looks up at Sage, who nods and forms the word "Right" with his lips.

Wayburn (weakly, submitting)
Right.

Pop
First, of course, me and Al will want a star on our dressing-room door. Right?

Wayburn
Right...

Pop
And billing....good billing...

Wayburn
Right...

Pop leans back, really luxuriating in his popularity.

Pop (with just the hint of a twinkle)
In the words of Mr. Sage, here, you're a very lucky man, Mr. Wayburn.

Wayburn (glaring at Sage)
Right...

Pop (in clover - leaning back, blowing smoke at ceiling)
Now, Wayburn, my boy, there's the little matter of salary...

As Wayburn cringes,

DISSOLVE TO:

146 INT. SPEAKEASY -

The same one where Gil met Capalina. In a small alcove sits Jimmy Walters, very down at the heels. Sheila enters and sits at a table. Though she is seedy now, there is an air about her still.

Sheila (hailing waiter)
A brandy, Jerry, and make it twins.

Jerry
Cash or credit, Miss Hale?

Sheila
I'll take the credit and let the cash go.

Jerry (decent about it)
Sorry, Miss Hale. The boss says not no more.

CONTINUED:

146 CONTINUED (2)

Sheila shrugs and starts to rise.

Jimmy's Voice (o.s.)
Good try, anyway, kid.

CAMERA ANGLE WIDENS to include Jimmy.

Jimmy
Jimmy Walters. Remember?

Sheila
How could I forget? I seen you when you done it.

Jimmy
Yeah....
(looking her over)
You look like you got a different kind of a head-ache these days. Yeah - you look good and defrosted.

Sheila
But <u>you're</u> still on ice - if you know what I mean.

Jimmy
I got enough left for a couple of beers, if you can stand for the old ear.

Sheila
I'll concentrate on the good one.

Jimmy
I lost that with the title.

He turns his head, shows that he has a bigger cauliflower on what used to be his good ear. Sheila laughs.

Sheila
Okay, Champ. I always close my eyes when I drink, anyway.

Jimmy (offering arm with mocking courtesy)
They got booths in this dump for <u>ladies</u>.

He leads her toward a curtained alcove. They pass a derby-hatted individual.

Derby Hat
Hey, Jimmy - is Carpentier going to take Dempsey?

Jimmy
There ain't nobody going to take Dempsey till I get back in shape.

147 INT. ALCOVE -

Jimmy pulls the curtain, and they sit down.

Jimmy (slowly, staring at her)
Yessir, you sure got a different kind of a headache.

Sheila
Where's the beer?
(looking at him)
Maybe that'll help the one I've got now.

Jimmy
When I was Champ, you give me the fish-eye and a lot of fast lip - because you thought you was big stuff. I never forgot that. Now that I'm a tramp, you're willing to drink my beer, because you're a tramp, too. The only difference between you and me is you was a tramp then....

Sheila (eyes blazing - rising)
I'm not that thirsty.
(she lifts his hand in sardonic token of victory)
The winnah and still champeen!

Jimmy rises suddenly, his face murderous. His hand goes out, slaps her full in the face. Sheila sways, but does not go down.

Sheila (her old fight undimmed)
And still hitting below the belt!

Jimmy turns, exits through the curtains. Sheila stands quietly for a moment, shaking with anger and humiliation and pain. Then, very suddenly, she crumples, falls back into her seat in a bedraggled heap.

DISSOLVE TO:

148 INT. HALLWAY - REGAN HOME - (NIGHT)

The hallway, as well as glimpses of the rooms beyond, show evidences of Sheila's generosity in new furnishings, etc. Mickey, in a dinner-jacket, is at the hall mirror tying his tie. Propped in front of him, against a crystal-radio earphone-set of the time, is an evening paper opened to the drama page. Mickey is reading a story with a huge picture of Mary and the headline: "NEW FOLLIES UNVEILS TONIGHT - Mary Gallagher Stars". Mrs. Regan, carrying a bowl of soup, passes him.

Mrs. Regan
If you're done wearing out that article, Sheila wants the paper.

CONTINUED:

148 CONTINUED (2)

Mickey (hurriedly folding paper)
Sacre bloo, Mom - I was only looking at the stock-market.

Mrs. Regan takes paper, goes up stairs to Sheila's room as doorbell rings. Mickey goes to answer it.

149 CLOSE SHOT - AT DOOR

Gil enters.

Mickey (tickled, wringing Gil's hand)
Boy, Gil! How does it feel to be out?

Gil
How does it feel to be in?
(he taps starched front of Mickey's shirt; it sound like armor)
What did the Doc say, Mick? You didn't give much on the phone.

CAMERA FOLLOWS THEM INTO HALL.

Mickey (avoiding his eyes)
Oh, she's just a little run-down. Got to stay in bed for a while.

Gil (watching him)
How long?

Mickey (without conviction)
Coupla weeks, maybe.

Gil (fixing Mickey's tie, apparently off-hand)
You're a lousy liar, kid - even your tie's crooked. I've got a feeling she's not so good.

Mickey (keeping up pretense)
Honest, Gil, all she's got to do is pick up a little strength.

Gil (starting for stairs)
I'll believe that if she throws a lamp at me.

Mickey watches him for a second, then steps in front of him.

Mickey
You'll be lucky if she can throw a kiss at you.
(breaking)
She ain't so good at all. The Doc says her heart just ain't there any more.

Gil (slowly, hard hit)
I had a feeling....
(again he starts for stairs)

CONTINUED:

149 CONTINUED (2)

Mickey (quickly)
Sheila don't know how it is, Gil. Nobody does, but me - and now you.

Gil
I had a feeling...

He goes on up stairs. Mickey stares after him forlornly.

150 INT. SHEILA'S ROOM

Sheila, looking wan and desperately ill, is propped up in bed, reading the paper. Mrs. Regan stands helplessly, the bowl of soup in her hands. The door opens, and Gil enters. Sheila looks up from the paper, her haggard face suddenly radiant with delight. Gil, paying no attention to Sheila, goes directly to Mrs. Regan, kisses her on the cheek.

Gil
How you feeling, my wild Irish rose?

Mrs. Regan (beaming)
Gettin' wilder by the minute. This child won't eat her soup.

Gil (taking bowl, still ignoring Sheila)
Outside, Mom. It's time somebody took her in hand.

Mrs. Regan smiles, goes to door, exits. Gil calmly takes a seat next to Sheila. He tastes the soup, nods approvingly.

Gil (to an imaginary third person)
It's too good for her.

Sheila, still holding the newspaper, watches him. He puts the bowl down, takes paper from her, tucks corner of bed sheet under her chin.

Gil
She'll need a bib.
(he spoons up soup, holds it out)
Open the kisser.
(Sheila obediently opens her mouth, drinks soup. Gil looks at her now, speaks as if he'd never been away)
Hello, Red.

Sheila (softly)
Hello, Gil.
(Gil feeds her another spoonful)
I got your flowers.
(she indicates immense bouquet)

CONTINUED:

150 CONTINUED (2)

Gil (another spoonful)
How'd you know they were from me?

Sheila (eyes tender)
Who else would send a girl roses wrapped in butcher-paper?
(as Gil continues to feed her)
How's your pal, Capalina?

Gil
When I came out of the clink, I passed him going in. We nodded.

Sheila (worried)
A nod can mean a lot of things - "Hello", "Good-bye", "See you next year"....

Gil
Yeah. And it can also mean, "Glad to have met you," and "Go break your leg, buddy".

Sheila (relieved, giving him a side-long look)
What'd you miss most in jail, Gil?

Gil (feeding her another spoonful)
Beer.

Sheila
What next?

Gil
Dames.

Sheila
Any dame in particular?

Gil
Three or four - very particular.
(he puts down soup bowl, looks at her)

Sheila (almost afraid to ask)
Did it ever narrow down?

Gil (softly)
Yeah - to a razor edge.

He reaches out gently, takes her in his arms, kisses her.

Sheila (a catch in her voice)
Anybody I know?

Gil (smiling into her eyes)
Very slightly.

He kisses her again. Sheila closes her eyes, then opens them, shakes her head.

Sheila
I'm still in that elevator - going down.

CONTINUED

150 CONTINUED (3)

Gil (holding her close)
And I'm still with you - only I'm going up.

Sheila (happily)
We're going to have a lot to tell our grandkids, Gil.
(a sudden thought)
Only maybe we ought to skip some of it, huh?

Gil
Well, the kids got to have <u>some</u> respect for us.

Sheila
We wouldn't want them to think we were just a couple of dopes that met in a roller-coaster.

Gil
We won't tell 'em nothing except about the ducks.

Sheila
What ducks?

Gil
Genuine milk-fed, sugar-cured, aluminum-coated, pre-digested Long Island ducks, like you see on menus all the time.

Sheila (with old spirit)
I don't like ducks.

Gil
They won't like you either when they find out you're raising 'em for menus.

Sheila
Am I raising ducks?

Gil
<u>We're</u> raising ducks. Starting day before yesterday. There's a fortune in 'em - anyway, a living.

Sheila
Yellow ones? If it's got to be ducks, I want little, yellow, fuzzy ones....

Gil (almost breaking, reaching out for her hand)
If they don't come in yellow, I'll paint 'em for you.

Sheila (softly, eyes very tender)
Of course, I don't believe a word of this.

Gil
A word of what, honey?

Sheila
Of what's happening. It's too good for me - like Mom's soup.

CONTINUED:

Gil
There's nothing good enough for you, baby.

Sheila
Have you still got that wedding license?

Gil (sadly)
It ran out.
(he takes out a horribly crumpled, tattered and dog-eared document)

Sheila (stricken)
Oh, the poor little thing!

Gil
I'll get a new one, honey.

Sheila (softly)
I like this one.

Gil (watching her)
Better rest now.

Sheila
But I'm not tired - I feel fine.

Gil (tenderly)
I'm taking over. You go to sleep and dream about the ducks.

Sheila (taking license)
And this.

Gil (voice shaking suddenly)
I love you, Red. Put that in the dream, will you?

He rises, stands looking down at her for a moment. Then he turns and walks slowly to the door.

151 CLOSE SHOT - SHEILA

She lies very quietly; a tear slips down from under her closed eyelid. CAMERA ANGLE WIDENS as the door opens and Mickey, hat in hand, tiptoes in. He crosses to bed, leans over to kiss her. She opens her eyes.

Mickey (gently)
Ziggy won't have a show without you, sis.

Sheila
Tell Mary my money's riding with her.
(wistfully)
I wish I could be there, Mick. It's the first Opening Night I've missed.
(as Mickey looks down at her compassionately, she grins up at him, a crooked little grin)
How far away from Forty-Second Street would you be if you had a duck farm?

CONTINUED:

151 CONTINUED (2)

Mickey
I dunno - hour or two maybe. Why?

Sheila
That's pretty far away, isn't it?

Mickey (keenly)
That depends on if you like ducks.

Sheila
I do, Mick -- but I like other things too.
(eyes troubled)
I guess I'm two people, and neither one of 'em's any good.

Mickey (tough - almost crying)
Anybody says that's got me to fight. Put up your mitts!

Sheila (grinning)
Go on before I take you up on that. That outfit calls for a black tie - not a black eye.

Mickey kisses her, goes out softly. Sheila lies there for a moment, looking wistfully after him. Then, slowly, carefully, she eases herself out of bed, sits for a moment on the edge of it, gathering her strength. Then she rises. She sways a little, holds to bedstead for support. She crosses to the clothes-closet, takes down a dress. She is very shaky.

DISSOLVE TO:

152 INT. NEW AMSTERDAM THEATRE - BACKSTAGE

Music being played for unseen number comes o.s. Mary and Pop, both in costume, are in the wings.

Mary (jumpy with nerves)
Now, Pop, don't worry - just take it easy - just look 'em in the eye, like they were tigers...

Pop pats back an enormous stage-yawn.

Sage (entering, also jittery)
If you lay an egg out there, Pop, do me a favor.

Pop (magnificently calm)
What?

Sage
Cackle. That'll be my signal to catch a boat.

CONTINUED:

Pop (to Sage)
Say, boy, run out and get a double bromo, will you?
(as they both give him sympathetic glances)
And split it between the two of you!

The number on the stage finishes. Sounds of applause o.s.

Sage (looking around wildly)
Hey - where's Shean? You're on!

Pop (serene)
Don't worry about Al. He can smell a cue from here to breakfast.

Oh heels of his speech, Al Shean rushes in carrying Mabel, slams her into Sage's arms.

Mabel's Voice
Gently boys, I'm dying!

Al
Hold her for me, kid. If we start slipping, rub her head against yours. It's lucky.

Pop (to Sage, as their cue-music starts)
What year did the Follies start?

Sage
(?) Nineteen-eight.

Pop (coolly)
They're about to get their money's worth - for the first time.

The two old comics start out on stage. Sage looks down at Mabel despairingly, starts rubbing her wooden head against his own forehead.

Mickey (entering on run)
Am I too late?

Sage
Yeah - to stop 'em.

Mary (anxiously)
How's Sheila, Mick?

Mickey (wanting to spare her)
She's going to be okay. Okay.
(seeing what Sage is doing; changing subject)
Hey, what goes on?

152 CONTINUED (3)

Mary (faintly)
It's lucky.
(she closes her eyes)

Sage (also closing his eyes, rubbing violently)
I don't want to see it, either.

153 STAGE - GALLAGHER AND SHEAN NUMBER

They go over big. INTERCUT with following shots:

154 MARY - BACKSTAGE

Her eyes are open now, she is holding breathlessly to Mickey. Sage also opens his eyes - unable to believe the laughter that comes from the audience.

Sage
Could it be that I'm wrong?

Mabel (as Al Shean dances near wings)
It's happened before.

155 SHEILA - IN BALCONY

Sitting alone, smiling, eyes wistful.

156 MISCHA - IN ORCHESTRA PIT

He catches sight of someone o.s., beams joyfully at:

157 BOX - SANDRA AND FRANZ

They nod and smile to Mischa. They look very happy.

158 WINGS - FRANK

Getting ready to go on. His wife is standing behind him in wings. She smiles at him; he kisses her lightly.

159 STAGE - GALLAGHER AND SHEAN

They finish to terrific applause, take several bows.

160 WINGS -

Mary is bursting with prid. Sage is absently rubbing Mabel's wooden head against his own as Gallagher and Shean come bouncing off.

Mary
Oh - Pop!

Pop (seeing Sage)
Hey, you can start a fire that way?

Sage
What way?

Pop (gagging to the end)
Rubbing two pieces of wood together.

He and Shean bound on for another bow. Sage shoves Mabel into Mickey's arms, starts to applaud as he starts out of SHOT.

Mickey
Hey, why leave me holding the bag?

Gallagher and Shean come off-stage, hear this.

Mabel's Voice (to Mickey)
I beg your pardon, sir!

Al grabs Mabel and carries her off. The music for the finale number starts. Show-girls troop by to take their places.

Mary (to Pop)
You did it! You really did! You laid them in the aisles!

Pop
I softened 'em up for you. Now you keep 'em there!

He gives her a paddle in the rear. She nods, dashes off to take her position for entrance beside Frank. Pop and Mickey exchange proud looks.

Mickey (blurting out)
Mr. Gallagher - I got something to ask you - about Mary!

Pop (giving him understanding look)
The answer's yes, Mr. Regan - but you got to wait five years to hear it.

161 STAGE - LONG SHOT

Backdrop for Gallagher-Shean number parts, revealing long flight of curving stairs. This is the Finale Number starring Mary and Frank. Mary is singing.

162 CLOSEUP - SHEILA -

She is deeply moved by Mary, the music, the atmosphere. Slowly she gets up and starts toward exit.

163 STAGE - FRANK

As he takes up song.

164 BOX - SANDRA AND FRANZ

Franz steals a look at Sandra, who is hardly aware that Frank is singing. She leans forward, looks at watch on Franz' wrist.

Sandra (worried - whispering)
Come on, darling - it's almost time for you to broadcast your radio-program...

Franz (delighted, feigning indignation)
You are a nag, my sweet.

They rise, start out of box.

165 STAGE - CLOSE SHOT

Mary is at top of stairs, singing. She is about to begin descending in the Ziegfeld Girl walk.

166 CLOSEUP OF SANDRA -

At door of box. She looks back, smiles.

Sandra (almost a whisper, helping Mary)
Chin up - shoulders relaxed....

She goes out.

167 STAGE - MARY

Chin up. She relaxes shoulders, starts down stairs.

168 CLOSE SHOT - SHEILA - AT TOP OF MAIN STAIRS

The music swells up from inside. Sheila draws herself up, relaxes her own shoulders.

Sheila
...and don't forget to smile...
(she smiles, slowly starts to descend stairs).

169 FULL SHOT - STAIRCASE - (FROM MAIN FLOOR)

Sandra and Franz, comes into Foyer. They do not see Sheila, coming down stairs; she does not see them.

170 CLOSE SHOT - SHEILA

CAMERA TRUCKING AHEAD OF HER as she descends the stairs, memories crowding in on her. Music SEGUES into songs she remembers from other shows. She is smiling. Suddenly she is gripped by intense pain. She gasps, sways dizzily, collapses, and falls down the stairs.

171 MED. SHOT - FOYER

As Sheila lands in a crumpled heap almost at the feet of Sandra and Franz. Sandra stares down at her incredulously.

Sandra
Sheila....!
(Sage hurries into SHOT)

172 STAGE - CLOSE SHOT OF MARY -

Lovely, glowing, as she reaches the foot of the stairs, still singing.

173 INT. MANAGER'S OFFICE - (OFF LOBBY)

As Franz and Sage lay Sheila on a couch, Sandra bends over her. Sheila's eyes are closed. Mary's voice o.s.

Sage
I'll hurry up that doctor.

He goes out.

174 CLOSE SHOT - SHEILA AND SANDRA

Sheila opens her eyes.

Sheila (faintly)
Hello, beautiful....

Sandra
Yes, Sheila....

CONTINUED:

174 CONTINUED (2)

Sheila
You still are, too - beautiful, I mean...
(looking at Franz, who stands back of Sandra)
Who's the handsome guy?

Sandra (gently)
My husband, darling....

Sheila
Sage was right...You're a very lucky girl....

Sandra
We've sent for Gil.

Sheila
Oh - Gil...
(voice very faint now)
We're going to raise ducks, Sandra...and grandkids... little fuzzy yellow ones...little fu-z-z--y...
(her voice trails off; her eyes close)

Sandra looks up, clutches Franz' hand. He holds it very tight. Mary's voice rises triumphantly o.s. CAMERA PANS TO:

DOORWAY -SAGE as he enters. A man passes, cranes his neck to see.

Man
What's going on? What happened?

Sage (slowly - softly)
Just a kid who crowded her luck...

Usher (passing - indicating stage)
Shhh! It's the Finale.

Sage nods, slowly closes the door.

175 STAGE - CLOSE SHOT - MARY - SINGING.

176 BOX - CLOSE SHOT

Four men, habitues of the Follies, are looking over the showgirls.

First Man (lowering opera glasses)
They're prettier than ever, this year. I've got to take my hat off to Ziggy.

Second Man (grinning cynically)
Don't you mean that little red-head on the end?

177 STAGE - FULL SHOT

As Mary finishes her song, Frank beside her. The entire cast of showgirls and dancers line the stage, prominent among them Gallagher and Shean. The number ends, the audience applauds, and as the curtains start folding in --

FADE OUT.

THE END.

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Fury removed 8/25/03

TWENTY BEST FILM PLAYS

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